


FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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97 JUN -2 AM 10:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000078065
 1. Corporation Name
Oak Park-Clermont, Inc.

Principal Place of Business 4265 Kellway Circle Addison, TX 75244	Mailing Address 4265 Kellway Circle Addison, TX 75244
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2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

3. Date Incorporated or Qualified 9/19/96	3a. Date of Last Report
4. FEI Number 58-2264218	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

CT Corporation
1200 South Pine Island Road
Plantation, FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code

FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE
 Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	President, CEO, Director <input type="checkbox"/> DELETE
NAME	Floyd B. Rhoades
STREET ADDRESS	4265 Kellway Circle
CITY-ST-ZIP	Addison, TX 75244
TITLE	Exec. VP, CFO, Treasurer, Director <input type="checkbox"/> DELETE
NAME	Gene S. Bertcher
STREET ADDRESS	4265 Kellway Circle
CITY-ST-ZIP	Addison, TX 75244
TITLE	Secretary, Vice President <input type="checkbox"/> DELETE
NAME	Oscar Smith
STREET ADDRESS	4265 Kellway Circle
CITY-ST-ZIP	Addison, TX 75244
TITLE	Assistant Secretary <input type="checkbox"/> DELETE
NAME	Gary S. Smith
STREET ADDRESS	4265 Kellway Circle
CITY-ST-ZIP	Addison, TX 75244
TITLE	Assistant Secretary <input type="checkbox"/> DELETE
NAME	L. A. Tuttle
STREET ADDRESS	4265 Kellway Circle
CITY-ST-ZIP	Addison, TX 75244
TITLE	Director, Chairman of the Board <input type="checkbox"/> DELETE
NAME	James R. Gilley
STREET ADDRESS	4265 Kellway Circle
CITY-ST-ZIP	Addison, TX 75244

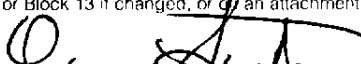
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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6-2-97

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or in an attachment with an address.

SIGNATURE:  **Oscar Smith, Vice President 5/23/97 972-407-8400**

CR2E034 (9/96)