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**May 02 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000080747 (4)
1. Corporation Name
ISLAND CAPITAL VENTURE, INC.



Principal Place of Business: 4495-A LUKE AVE. DESTIN FL
Mailing Address: 4495-A LUKE AVE. DESTIN FL 32541-0575

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21	10065 Emerald Coast Parkway, Suite C-3 Destin, FL 32541	26	same	09/26/1996	
22	City & State	27	Suite, Apt. #, etc	4. FEI Number	Applied For / Not Applicable
23	City & State	28	City & State	5. Certificate of Status Desired	\$8.75 Additional Fee Required
24	Zip	29	Zip	6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
25	Country	30	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

9. Name and Address of Current Registered Agent
HOHNADELL, KATHY P
4495-A LUKE AVE.
DESTIN FL

10. Name and Address of New Registered Agent
81 Name: William A. Pope
82 Street Address: 10065 Emerald Coast Parkway
83 Suite C-3
84 City: Destin FL 85 Zip Code: 32541

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]* DATE: 4/22/97

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	HOHNADELL, KATHY P	
STREET ADDRESS	4495-A LUKE AVE.	
CITY-ST-ZIP	DESTIN FL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	William A. Pope	
1.3 STREET ADDRESS	10065 Emerald Coast Parkway, Suite C-3	
1.4 CITY-ST-ZIP	Destin, FL 32541	
2.1 TITLE	Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	William A. Pope, III	
2.3 STREET ADDRESS	10065 Emerald Coast Parkway, Suite C-3	
2.4 CITY-ST-ZIP	Destin, FL 32541	

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 on an attachment with an address.

SIGNATURE: *[Signature]* DATE: 4/22/97

CR2E034 (9/96)