

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

FILED

96 APR -9 PH 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # S07392

1. Corporation Name

Gulf International Properties Inc.

Principal Place of Business

Mailing Address

7010 Hwy C-30
Port St. Joe, FL
32456

7010 Hwy C-30
Port St. Joe, FL
32456

2. Principal Place of Business

2a. Mailing Address

21 ~~7010 Hwy C-30~~

26 ~~7010 Hwy C-30~~

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22 City & State

27 City & State

23 ~~Port St. Joe, FL~~

28 ~~Port St. Joe, FL~~

Zip

Country

Zip

Country

24 ~~32456~~

25 ~~USA~~

29 ~~32456~~

30 ~~USA~~

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

Michael L. Gruver
1353 E. Lafayette St.
Tallahassee, FL 32301

81 Name John F. Cullen Jr.
82 Street Address (P.O. Box Number is Not Acceptable)
HC-1 165 Cessna Dr.
83 Suite 301
84 City Port St. Joe FL 85 Zip Code 32456

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] RA

John F. Cullen Jr., RA

4/9/96

12. OFFICERS AND DIRECTORS

TITLE	D	NAME	John F. Cullen III	DELETE
STREET ADDRESS			7010 Hwy C-30	
CITY - ST - ZIP			Port St. Joe, FL 32456	
TITLE	D	NAME	Laurie M. Cullen	DELETE
STREET ADDRESS			7010 Hwy C-30	
CITY - ST - ZIP			Port St. Joe, FL 32456	
TITLE	D	NAME	John F. Cullen Jr.	DELETE
STREET ADDRESS			HC-1 165 Cessna Dr. Ste 301	
CITY - ST - ZIP			Port St. Joe, FL 32456	
TITLE	DE	NAME	Granger K. Cullen	DELETE
STREET ADDRESS			7010 Hwy C-30	
CITY - ST - ZIP			Port St. Joe, FL 32456	
TITLE		NAME		DELETE
STREET ADDRESS				
CITY - ST - ZIP				
TITLE		NAME		DELETE
STREET ADDRESS				
CITY - ST - ZIP				

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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]
SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

John F. Cullen Jr.

904 227-1232

[Signature]

CR2E034 (12/95)