

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

DOCUMENT # S86770 (2)

1. Corporation Name

STOCKTON REALTY GROUP, INC.



Principal Place of Business

~~576 PONTE VEDRA BLVD.~~
PONTE VEDRA BEACH FL 32082

Mailing Address

P.O. BOX 1069
PONTE VEDRA BEACH FL 32004

3. Date Incorporated or Qualified
10/10/1991

3a. Date of Last Report
02/24/1995

2. Principal Place of Business

21 208 Ponte Vedra Park Dr.

2a. Mailing Address

26 Suite, Apt. #, etc.

Suite, Apt. #, etc.

22 Suite 102

Suite, Apt. #, etc.

27 Suite 102

City & State

23 City & State

City & State

28 City & State

Zip

24 Zip

Country

25 Country

Zip

29 Zip

Country

30 Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

LEE, W. SPERRY JR
574 PONTE VEDRA BLVD
PONTE VEDRA BEACH FL 32082

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)
208 Ponte Vedra Park Dr.

83 Suite 102

84 City

FL

85 Zip Code

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, 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 obligation of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

W. Sperry Lee, Jr./Sr. Vice President

(NOTE: Registered Agent signature required when reappointing.)

DATE

12. OFFICERS AND DIRECTORS

TITLE VP
NAME STOCKTON, VICTORIA L
STREET ADDRESS 25 LAKE JULIA DR
CITY-ST-ZIP PONT E VEDRA BEACH FL

DELETE

TITLE T
NAME HUTCHESON, NORMA JEAN
STREET ADDRESS 1301 DON QUIXOTE CIRCLE
CITY-ST-ZIP JACKSONVILLE FL

DELETE

TITLE S
NAME CAVIN, JILL
STREET ADDRESS 2412 EGRETS GLADE DRIVE
CITY-ST-ZIP JACKSONVILLE FL

DELETE

TITLE CPD
NAME STOCKTON, JAMES R J
STREET ADDRESS 25 LAKE JULIA DRIVE
CITY-ST-ZIP PONTE VEDRA BEACH FL

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE VP
1.2 NAME Victoria L. McCarley
1.3 STREET ADDRESS 1300 Ponte Vedra Blvd.
1.4 CITY-ST-ZIP Ponte Vedra Beach, FL 32082

Change Addition

2.1 TITLE T
2.2 NAME Norma J. Hutcheson
2.3 STREET ADDRESS 415 9th Ave., North
2.4 CITY-ST-ZIP Jacksonville Beach, FL 32250

Change Addition

3.1 TITLE S
3.2 NAME Jill P. Cavin
3.3 STREET ADDRESS 2412 Egrets Glade Drive
3.4 CITY-ST-ZIP Jacksonville, FL 32082

Change Addition

4.1 TITLE CPD
4.2 NAME James R. Stockton, Jr.
4.3 STREET ADDRESS 1300 Ponte Vedra Blvd.
4.4 CITY-ST-ZIP Ponte Vedra Beach, FL 32082

Change Addition

5.1 TITLE VP
5.2 NAME W. Sperry Lee, Jr.
5.3 STREET ADDRESS 157 Gay West Way
5.4 CITY-ST-ZIP Ponte Vedra Beach, FL 32082

Change Addition

6.1 TITLE VP
6.2 NAME Gypsy Y. Alexander
6.3 STREET ADDRESS 2787 LeMans Court
6.4 CITY-ST-ZIP Ponte Vedra Beach, FL 32082

Change Addition

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:

James R. Stockton, Jr.
James R. Stockton, Jr./President

904-285-4884

Date

Daytime Phone

CR2E034 (12/95)

2 of 2

MINUTES OF JOINT ANNUAL MEETING OF STOCKHOLDERS AND DIRECTORS OF

Stockton Realty Group, Inc.

The joint annual meeting of Stockholders and Directors of Stockton Realty Group, Inc., a Florida corporation, was held at 208 Ponte Vedra Park Dr., Suite 102, Ponte Vedra Beach, Florida on March 7, 1996 at 8:30 a.m.

James R. Stockton, Jr., Victoria L. McCarley, W. Sperry Lee, Jr., Gypsy Y. Alexander, Julia Peyton Randolph Stockton, Elizabeth Bryan Layton Stockton Fisher, Norma Jean Hutcheson and Jill Cavin all attended the annual meeting. James R. Stockton, Jr., presided as Chairman of the meeting.

The Chairman called the meeting to order and stated that a quorum each of Stockholder and Directors was present for the conduct of business.

The Waiver of Notice of the meeting, signed by all Stockholders and Directors of the corporation was ordered to and made a part of this meeting.

The corporation's financial statement was brought up for discussion. After a motion duly made and carried, the statement was ratified and approved.

The Board proceeded to the election of Directors for the following year. After a motion duly made, and carried, it was RESOLVED that the Directors for the corporation remain the same, to serve until the next annual meeting or until their successors are elected and qualify.

The Board of Directors then reelected James R. Stockton, Jr. as Chairman for the following year.

The Board of Directors then proceeded to hold an election for officers of the corporation upon motion duly made and carried, the following were elected to office and to serve until their successors are elected at the next annual meeting and qualify:

President:	James R. Stockton, Jr.
Sr. Vice-President:	W. Sperry Lee, Jr.
Vice-President:	Victoria L. McCarley
Vice-President:	Gypsy Y. Alexander
Treasurer:	Norma Jean Hutcheson
Secretary:	Jill Cavin