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Apr 24 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 # V27604 (0)

1. Corporation Name
SANDPIPER COVE FINANCIAL CORPORATION

Principal Place of Business
1555 PALM BEACH LAKES BLVD.
SUITE 1100
WEST PALM BEACH FL 33401

Mailing Address
1555 PALM BEACH LAKES BLVD.
SUITE 1100
WEST PALM BEACH FL 33401-2357



3. Date Incorporated or Qualified 04/08/1992 3a. Date of Last Report 04/16/1996

2. Principal Place of Business		2a. Mailing Address		4. FEI Number 65-0329071		Applied For	
21		26				Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired		X \$8.75 Additional Fee Required	
22		27		6. Election Campaign Financing Trust Fund Contribution		5.00 May Be Added to Fees	
City & State		City & State		7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes		X Yes [] No	
23		28					
Zip		Country		Zip		Country	
24		25		29		30	

9. Name and Address of Current Registered Agent

ECCESTONE, E. LLWYD JR.
1555 PALM BEACH LAKES BLVD.
SUITE 1100
WEST PALM BEACH FL 33401

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
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, 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP	1.1 TITLE	[] Change [] Addition
NAME	ECCESTONE, E. LLWYD JR.	1.2 NAME	
STREET ADDRESS	1555 PALM BCH LAKES BLVD	1.3 STREET ADDRESS	
CITY - ST - ZIP	WEST PALM BEACH FL	1.4 CITY - ST - ZIP	
TITLE	DVT	2.1 TITLE	[] Change [] Addition
NAME	COOPER, RON	2.2 NAME	
STREET ADDRESS	1555 PALM BCH LAKES BLVD	2.3 STREET ADDRESS	
CITY - ST - ZIP	WEST PALM BEACH FL	2.4 CITY - ST - ZIP	
TITLE	S	3.1 TITLE	VS [X] Change [] Addition
NAME	LEYENDECKER, HELENA	3.2 NAME	
STREET ADDRESS	1555 PALM BEACH LAKES BLVD	3.3 STREET ADDRESS	
CITY - ST - ZIP	WEST PALM BEACH FL	3.4 CITY - ST - ZIP	
TITLE	[] DELETE	4.1 TITLE	V [] Change [X] Addition
NAME		4.2 NAME	E Llywd Ecclestone III
STREET ADDRESS		4.3 STREET ADDRESS	1555 Palm Beach Lakes Blvd #1100
CITY - ST - ZIP		4.4 CITY - ST - ZIP	West Palm Beach FL 33401
TITLE	[] DELETE	5.1 TITLE	[] Change [] Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	[] DELETE	6.1 TITLE	[] Change [] Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		6.4 CITY - ST - ZIP	

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: Ron Cooper

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/15/97 (561) 686-2000

Date Daytime Phone #

CR2E034 (9/96)