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FILED
Mar 20 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # V67295 (8)
1. Corporation Name
CALTON PROPERTIES, INC.



Principal Place of Business Mailing Address
14497 NORTH DALE MABRY HWY.
SUITE 215
TAMPA FL 33618
14497 NORTH DALE MABRY HWY.
SUITE 215
TAMPA FL 33618

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		09/29/1992	
22 City & State		27 City & State		4. FEI Number	
23 Zip		28 Zip		59-3143898	
24 Country		29 Country		Applied For	
				Not Applicable	
				5. Certificate of Status Desired	
				8.75 Additional Fee Required	
				6. Election Campaign Financing	
				Trust Fund Contribution	
				5.00 May Be Added to Fees	
				8. This corporation owes or has paid the current year Intangible	
				Personal Property Tax due June 30.	
				Yes No	

g. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

HARRINGTON, GEORGE G JR.
14497 N. DALE MABRY HWY., STE. 215
TAMPA FL 33618

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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P	1.1 TITLE	
NAME	CALTON, DWAYNE K.	1.2 NAME	
STREET ADDRESS	14497 N. DALE MABRY HWY., SUITE 215	1.3 STREET ADDRESS	
CITY-ST-ZIP	TAMPA FL	1.4 CITY-ST-ZIP	
TITLE	S	2.1 TITLE	
NAME	CALTON, DEREK J.	2.2 NAME	
STREET ADDRESS	14497 N. DALE MABRY HWY., STE 215	2.3 STREET ADDRESS	
CITY-ST-ZIP	TAMPA FL	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	
NAME	JOHNSON, JOAN C.	3.2 NAME	
STREET ADDRESS	14497 N. DALE MABRY HWY., STE 215	3.3 STREET ADDRESS	
CITY-ST-ZIP	TAMPA FL	3.4 CITY-ST-ZIP	
TITLE	D	4.1 TITLE	
NAME	MAHANEY, DANIEL D.	4.2 NAME	
STREET ADDRESS	14497 N. DALE MABRY HWY., STE. 215	4.3 STREET ADDRESS	
CITY-ST-ZIP	TAMPA FL	4.4 CITY-ST-ZIP	
TITLE	VTD	5.1 TITLE	
NAME	HARRINGTON, GEORGE G	5.2 NAME	
STREET ADDRESS	14497 N DALE MABRY HWY STE 215	5.3 STREET ADDRESS	
CITY-ST-ZIP	TAMPA FL	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	
NAME	WEIMER, RONALD L	6.2 NAME	
STREET ADDRESS	14497 N DALE MABRY STE 215	6.3 STREET ADDRESS	
CITY-ST-ZIP	TAMPA FL 33618	6.4 CITY-ST-ZIP	

14. I 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.

CR2E034 (10/97)