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FILED
May 12 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 852035 (5)

1. Corporation Name
ODELL ASSOCIATES INC.



Principal Place of Business 129 W. TRADE STREET CHARLOTTE NC 28202	Mailing Address 129 W. TRADE STREET CHARLOTTE NC 28202-2143
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 03/01/1982	3a. Date of Last Report 05/01/1996
4. FEI Number 56-0952726	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

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

TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEO ROOK, BENJAMIN T 101 HERMTAGE ROAD CHARLOTTE NC	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD JOHNSON, ROY W 3741 LARKSTON DRIVE CHARLESTON NC	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	FSD BOST, WALTER L 105-BROOKSHIRE AVENUE KANNAPOLIS NC	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVP RAMSEUR, J. D 4011 CARNOUSTIE LANE CHARLOTTE NC	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPD GRIFFIN, ROBERT G 12330 FRAMAR DRIVE MIDLOTHIAN VA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP HOLLENBACH, MARK A. 7033 ERIN CT CHARLOTTE NC	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

See Attached

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: Mark A. Hollenbach V.P. 4/22/97 704-377-5941

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

**ODELL ASSOCIATES INC.
OFFICERS AND DIRECTORS**

21-Apr-97

Benjamin T. Rook	101 Hermitage Road Charlotte, N.C. 28207	Chairman / CEO Director
Roy W. Johnson	3741 Larkston Dr. Charlotte, N.C. 28226	President / COO Director
Robert G. Griffin	12330 Framar Dr. Midlothian, Va. 23113	Vice President Director
Donald D. Haigh	6738 Wynfaire Ln. Charlotte, N.C. 28210	Vice President Director
William C. McLellan	2542 Forest Dr. Charlotte, N.C. 28211	Vice President Secretary, Treasurer Director
Kenneth C. Betsch	500 Woodland Way Greenville, S.C. 29607	Vice President Director
Joseph M. Woollen	4109 Rye Mill Ct. Charlotte, N.C. 28277	Vice President Director
Mark A. Hollenbach	7033 Erin Ct. Charlotte, N.C. 28210	Vice President - Finance Assistant Secretary
Sherry M. Murphy	2130 Beverly Dr. Charlotte, N.C. 28207	Vice President