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**Apr 02 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 # F93000003178 (1)

1. Corporation Name
BELL CONSTRUCTORS, INC.



Principal Place of Business
**1340 LEXINGTON AVENUE
ROCHESTER NY 14806**

Mailing Address
**1340 LEXINGTON AVENUE
ROCHESTER NY 14806-3010**

3. Date Incorporated or Qualified 07/09/1993	3a. Date of Last Report 01/30/1996
4. FEI Number 03-0285957	Applied For 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 type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent
**C T CORPORATION SYSTEM
1200 SOUTH 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
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)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE	CDT	1.1 TITLE
NAME	BELL, JOSEPH M	1.2 NAME
STREET ADDRESS	1340 LEXINGTON AVENUE	1.3 STREET ADDRESS
CITY-ST-ZIP	ROCHESTER NY 14806	1.4 CITY-ST-ZIP
TITLE	PD	2.1 TITLE
NAME	BELL, RICHARD T	2.2 NAME
STREET ADDRESS	1340 LEXINGTON AVENUE	2.3 STREET ADDRESS
CITY-ST-ZIP	ROCHESTER NY 14806	2.4 CITY-ST-ZIP
TITLE	VSD	3.1 TITLE
NAME	BELL, THOMAS F	3.2 NAME
STREET ADDRESS	1340 LEXINGTON AVENUE	3.3 STREET ADDRESS
CITY-ST-ZIP	ROCHESTER NY 14806	3.4 CITY-ST-ZIP
TITLE	V	4.1 TITLE
NAME	DEROO, ROBERT F	4.2 NAME
STREET ADDRESS	1340 LEXINGTON AVENUE	4.3 STREET ADDRESS
CITY-ST-ZIP	ROCHESTER NY 14806	4.4 CITY-ST-ZIP
TITLE	D	5.1 TITLE
NAME	BELL, ROBERT E	5.2 NAME
STREET ADDRESS	1340 LEXINGTON AVENUE	5.3 STREET ADDRESS
CITY-ST-ZIP	ROCHESTER NY 14806	5.4 CITY-ST-ZIP
TITLE	D	6.1 TITLE
NAME	BELL, LAWRENCE D	6.2 NAME
STREET ADDRESS	1340 LEXINGTON AVENUE	6.3 STREET ADDRESS
CITY-ST-ZIP	ROCHESTER NY 14806	6.4 CITY-ST-ZIP

President	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
Joseph M. Bell	
1340 Lexington Ave	
Roch, NY 14806	
Vice-President	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
G. William Bardin	
2203 Redman Road	
Crocksport, NY 14420	
Vice President	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
John J. Cleere	
137 E. William St.	
Watertown, NY 13165	
Vice President	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
Michael T. Dimmock	
13104 Weathered Oak Ct.	
Herndon, VA 22071	
	<input type="checkbox"/> Change <input type="checkbox"/> Addition
	<input type="checkbox"/> Change <input type="checkbox"/> Addition
	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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: *R. S. ...* *Sandra B. Mortham* Vice President 3-25-97 (704) 277-1000

CR2E034 (9/96)