

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Mar 16, 1999 8:00 am
Secretary of State

03-16-1999 90075 047 ***150.00

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 351060
 1. Corporation Name
JIM WALTER HOMES, INC.

Principal Place of Business 1500 N. DALE MABRY P O BOX 31601 TAMPA FL 33631-0601	Mailing Address 1500 N. DALE MABRY P O BOX 31601 TAMPA FL 33631-0601
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DO NOT WRITE IN THIS SPACE

21. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address 26. Suite, Apt. #, etc. 27. Tax Dept. 7-East City & State 28. Zip Country
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3. Date Incorporated or Qualified 08/21/1969	4. FEI Number 59-1274589	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 owes the current year Intangible Personal Property Tax.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
1200 SO. 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) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	MICHAEL, ROBERT W	
STREET ADDRESS	1500 N. DALE MABRY	
CITY-ST-ZIP	TAMPA FL	
TITLE	V	<input type="checkbox"/> DELETE
NAME	ALMERIC, LEO	
STREET ADDRESS	1500 NO. DALE MABRY	
CITY-ST-ZIP	TAMPA FL	
TITLE	VS	<input checked="" type="checkbox"/> DELETE
NAME	RUSSELL, S L	
STREET ADDRESS	1500 N. DALE MABRY	
CITY-ST-ZIP	TAMPA FL	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	KELLY, JOSEPH JR	
STREET ADDRESS	1500 N. DALE MABRY	
CITY-ST-ZIP	TAMPA FL	
TITLE	V	<input type="checkbox"/> DELETE
NAME	BULLARA, SAM P JR	
STREET ADDRESS	1500 N DALE MABRY	
CITY-ST-ZIP	TAMPA FL	
TITLE	V	<input type="checkbox"/> DELETE
NAME	ROBERTS, MIKE	
STREET ADDRESS	1500 N DALE MABRY	
CITY-ST-ZIP	TAMPA FL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	AS LOPEZ, SHIRLEY
3.3 STREET ADDRESS	1500 N. Dale Mabry Hwy.
3.4 CITY-ST-ZIP	Tampa, FL 33607
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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, with all other like empowered.

SIGNATURE: By *Anthony B. West* Asst. Treasurer 1/29/99 (813) 871-4273
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

233013-90075-47
351060

July 22, 1998

JIM WALTER HOMES, INC.
1500 North Dale Mabry Highway
Tampa, Florida 33607
Tel: (813) 871-4611

MAILING ADDRESS

P. O. Box 31601
Tampa, Florida 33631-3601

(Subsidiary of Homes Holdings Corporation)

Employer Identification Number 59-1274589

DIRECTORS:

Richard E. Almy
Dean M. Fjelstul
Kenneth E. Hyatt
Robert W. Michael

OFFICERS:

TITLE:

Robert W. Michael	President and Chief Operating Officer
B. Craig Calhoun	Senior Vice President - Eastern Division
Kenneth Neatherlin	Senior Vice President - Neatherlin Division
Joseph P. Richardson, Jr.	Senior Vice President - Central Division
Michael Roberts	Senior Vice President - Field Operations
Ronald K. Achille	Vice President - Administration
Leo Almerico	Vice President and Controller
Ken Bufford	Vice President - Eastern Division Construction
Sam P. Bullara, Jr.	Vice President
James A. Hayward	Vice President - Oklahoma Region
Frank A. Hult	Vice President and Assistant Secretary
Joseph H. Kelly, Jr.	Vice President, Treasurer and Chief Financial Officer
Jack L. Krueger	Vice President - Western Division

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Dorothy M. Leeds
Steve Nordstrom

Vice President - Customer Service
Vice President - Western Division
Construction

Stephen R. Rabel
Ron Ripple

Vice President - Transportation
Vice President - Northern Division

Shirley Lopez

Assistant Secretary

Jack Shirey

Vice President - South Carolina Region

Lewis Turner

Vice President - Division Sales (Central)

Richard A. Ward

Vice President - Mortgage Servicing

Norma J. Padron

Assistant Controller

Cynthia B. Eisch

Assistant Treasurer

Stephen H. Foxworth

Assistant Treasurer

Edward A. Porter

Secretary

Mary C. Snow

Assistant Secretary

C. Tyrone Witherington

Assistant Secretary - Mortgage Servicing

Michael Bush

Assistant Secretary - Mortgage Servicing

Mike Dhority

Assistant Secretary - Mortgage Servicing

Taylor Dubose

Assistant Secretary - Mortgage Servicing

Tom Emerson

Assistant Secretary - Mortgage Servicing

Mike Graham

Assistant Secretary - Mortgage Servicing

Luis Lopez

Assistant Secretary - Mortgage Servicing

Lorry McKiernan

Assistant Secretary - Mortgage Servicing

Mark Robertson

Assistant Secretary - Mortgage Servicing

Grady L. Smith

Assistant Secretary - Mortgage Servicing

Keith Smith

Assistant Secretary - Mortgage Servicing

Ron Smith

Assistant Secretary - Mortgage Servicing

Derric Watson

Assistant Secretary - Mortgage Servicing

Wayne Whitlock

Assistant Secretary - Mortgage Servicing

John Woodham

Assistant Secretary - Mortgage Servicing

Incorporated in Florida August 21, 1969

Resident Agent:

C T Corporation System
1200 So. Pine Island Road
Plantation, Florida 33324