


4-1-98 B-4052 MC
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 Apr 01 1998 8:00am
 Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # 723528 (6)
 1. Corporation Name
 ASSOCIATION OF POINCIANA VILLAGES, INC.



Principal Place of Business: 401 EAST WALNUT, KISSIMMEE FL 34759, US
 Mailing Address: 401 EAST WALNUT, KISSIMMEE FL 34759, US

3. Date Incorporated or Qualified: 05/26/1972

4. FEI Number: 59-1514293
 Applied For: Not Applicable

2. Principal Place of Business (21-24) and Mailing Address (2a-24) fields with sub-fields for Suite, City & State, Zip, and Country.

5. Certificate of Status Desired: \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees

7. Is this nonprofit corporation a homeowners association? Yes No

8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. Yes No

9. Name and Address of Current Registered Agent
 BROWN, ROCKELL Y
 401 WALNUT ST
 KISSIMMEE FL 34759

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 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD EMERSON, MARY E 401 EAST WALNUT KISSIMMEE FL	<input checked="" type="checkbox"/> DELETE	1.1 TITLE PD ROUSCH, ROBERT W. 401 WALNUT STREET KISSIMMEE, FL 34759
NAME			<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS			1.2 NAME
CITY-ST-ZIP			1.3 STREET ADDRESS
			1.4 CITY-ST-ZIP
TITLE	VD GORDON, ROY B 401 EAST WALNUT KISSIMMEE FL	<input checked="" type="checkbox"/> DELETE	2.1 TITLE VD RANSBOTTOM, RICHARD O 401 WALNUT STREET KISSIMMEE, FL 34759
NAME			<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS			2.2 NAME
CITY-ST-ZIP			2.3 STREET ADDRESS
			2.4 CITY-ST-ZIP
TITLE	STD WOODS, ROBERT E 401 WALNUT ST KISSIMMEE FL	<input checked="" type="checkbox"/> DELETE	3.1 TITLE STD PASHRY, JEFFREY C. 900 TOWNE CENTER DRIVE KISSIMMEE, FL 34759
NAME			<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS			3.2 NAME
CITY-ST-ZIP			3.3 STREET ADDRESS
			3.4 CITY-ST-ZIP
TITLE	D NICKOLS, EUGENE 401 E WALNUT KISSIMMEE FL	<input checked="" type="checkbox"/> DELETE	4.1 TITLE D GROH, FRANK J. 401 WALNUT STREET KISSIMMEE, FL 34759
NAME			<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS			4.2 NAME
CITY-ST-ZIP			4.3 STREET ADDRESS
			4.4 CITY-ST-ZIP
TITLE		<input type="checkbox"/> DELETE	5.1 TITLE
NAME			5.2 NAME
STREET ADDRESS			5.3 STREET ADDRESS
CITY-ST-ZIP			5.4 CITY-ST-ZIP
TITLE		<input type="checkbox"/> DELETE	6.1 TITLE
NAME			6.2 NAME
STREET ADDRESS			6.3 STREET ADDRESS
CITY-ST-ZIP			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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed or on an attachment with an address.

SIGNATURE _____ Rousch, Robert W. 3/16/98 (941) 427-0900

CR2E037 (10/97)