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**Mar 09 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 # 732511 (1)
1. Corporation Name
SOUTHERN OAKS ASSOCIATION, INC.



Principal Place of Business: 7601 TIMBERWOOD DR. JACKSONVILLE FL 32256
Mailing Address: 7601 TIMBERWOOD DR. JACKSONVILLE FL 32256

3. Date Incorporated or Qualified: 04/21/1975
4. FEI Number: 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
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

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-30) fields with sub-headers for Suite, City & State, Zip, and Country.

9. Name and Address of Current Registered Agent: ADAMS, ADAM G III, 1 INDEPENDENT DRIVE, SUITE 3131, JACKSONVILLE FL 32202

10. Name and Address of New Registered Agent (81-85) fields for Name, Street Address, City, and 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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: CD	NAME: PIHL, JACK	1.1 TITLE: CD	1.2 NAME: DONALD R. GURNEY
STREET ADDRESS: 7604 COVEWOOD DR.	CITY-ST-ZIP: JACKSONVILLE FL 32256	1.3 STREET ADDRESS: 7617 PLUMWOOD DR.	1.4 CITY-ST-ZIP: JACKSONVILLE FL 32256
TITLE: CD	NAME: GORDON, HERB	2.1 TITLE: CD	2.2 NAME: HERB GORDON
STREET ADDRESS: 7619 TIMBERWOOD DRIVE	CITY-ST-ZIP: JACKSONVILLE FL 32256	2.3 STREET ADDRESS:	2.4 CITY-ST-ZIP:
TITLE: D	NAME: HLEBAK, JEANNE	3.1 TITLE: D	3.2 NAME: JAMES GRIFFIN
STREET ADDRESS: 7621 PLUMWOOD DRIVE	CITY-ST-ZIP: JACKSONVILLE FL 32256	3.3 STREET ADDRESS: 10904 MERRYWOOD DR.	3.4 CITY-ST-ZIP: JACKSONVILLE FL 32256
TITLE: TD	NAME: LITTLE, BETTY	4.1 TITLE: TD	4.2 NAME: JANET FERGUSON
STREET ADDRESS: 7702 PLUMWOOD DRIVE	CITY-ST-ZIP: JACKSONVILLE FL 32256	4.3 STREET ADDRESS: 7633 PLUMWOOD DR	4.4 CITY-ST-ZIP: JACKSONVILLE FL 32256
TITLE: D	NAME: POOLE, GERTIE	5.1 TITLE: D	5.2 NAME: MILDRED SCHMUHL
STREET ADDRESS: 11005 STARWOOD DR.	CITY-ST-ZIP: JACKSONVILLE FL 32256	5.3 STREET ADDRESS: 11009 STARWOOD DR.	5.4 CITY-ST-ZIP: JACKSONVILLE FL 32256
TITLE: D	NAME: HACKETT, REBECCA	6.1 TITLE: SD	6.2 NAME: PEGGY STRICKLAND
STREET ADDRESS: 7606 PLUMWOOD DR.	CITY-ST-ZIP: JACKSONVILLE FL 32256	6.3 STREET ADDRESS: 11007 MERRYWOOD DR.	6.4 CITY-ST-ZIP: JACKSONVILLE FL 32256

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: *Donald R. Gurney* 7/15/98 914-797-0960

CR2E037 (10/97)