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May 02 1997 8:00am
Secretary of State

NONPROFIT CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 755435 (5)
1. Corporation Name
PIRATE'S COVE CLUB CONDOMINIUM ASSOCIATION, INC.



Principal Place of Business: C/O RESOURCE PROPERTY MGMT, 114 PINELLAS BLVD, TIERRA VERDE FL 33715 US
Mailing Address: C/O RESOURCE PROPERTY MGMT, 114 PINELLAS BLVD, TIERRA VERDE FL 33715 US

3. Date Incorporated or Qualified: 12/09/1980
3a. Date of Last Report: 06/25/1996

2. Principal Place of Business: C/O RESOURCE MGMT, 118 PINELLAS BAYWAY, TIERRA VERDE FL 33715 US
2a. Mailing Address: C/O RESOURCE MGMT, 118 PINELLAS BAYWAY, TIERRA VERDE FL 33715 US

4. FEI Number: 59-2140319
Applied For: Not Applicable

9. Name and Address of Current Registered Agent: ALBERTO FRED A, 114 PINELLAS BAYWAY, 1601 E. BAY DR, STE. #4, TIERRA VERDE FL 33715

5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

10. Name and Address of New Registered Agent: ALBERTO FRED A, 118 PINELLAS BAYWAY, TIERRA VERDE FL 33715

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: Alberto Freda, ALBERTO FRED A DATE: 4/1/97

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: PD	NAME: HAL CUSICK	1.1 TITLE: SD	NAME: MARLENE CUSICK
STREET ADDRESS: 1375 PINELLAS BAYWAY #38	CITY-ST-ZIP: TIERRA VERDE FL	1.2 NAME: MARLENE CUSICK	1.3 STREET ADDRESS: 1375 PINELLAS BAYWAY #38
		1.4 CITY-ST-ZIP: TIERRA VERDE, FL 33715	
TITLE: VPD	NAME: JIM ECKLES	2.1 TITLE:	NAME:
STREET ADDRESS: 1355 PINELLAS BAYWAY #5	CITY-ST-ZIP: TIERRA VERDE FL	2.2 NAME:	2.3 STREET ADDRESS:
		2.4 CITY-ST-ZIP:	
TITLE: TD	NAME: RICHARD GONLIN	3.1 TITLE: P/T/D	NAME: RICHARD GONLIN
STREET ADDRESS: 1375 PINELLAS BAYWAY #40	CITY-ST-ZIP: TIERRA VERDE FL	3.2 NAME: RICHARD GONLIN	3.3 STREET ADDRESS: 1375 PINELLAS BAYWAY #40
		3.4 CITY-ST-ZIP: TIERRA VERDE, FL 33715	
TITLE: SD	NAME: HOULTON, JEANNE	4.1 TITLE: D	NAME: SEANNE HOULTON
STREET ADDRESS: 1355 PINELLAS BAYWAY, # 16	CITY-ST-ZIP: TIERRA VERDE FL	4.2 NAME: SEANNE HOULTON	4.3 STREET ADDRESS: 1355 PINELLAS BAYWAY #16
		4.4 CITY-ST-ZIP: TIERRA VERDE FL 33715	
TITLE: D	NAME: HUSICK, CHARLES	5.1 TITLE:	NAME:
STREET ADDRESS: 1375 PINELLAS BAYWAY #29	CITY-ST-ZIP: TIERRA VERDE FL 33715	5.2 NAME:	5.3 STREET ADDRESS:
		5.4 CITY-ST-ZIP:	
TITLE:	NAME:	6.1 TITLE:	NAME:
STREET ADDRESS:	CITY-ST-ZIP:	6.2 NAME:	6.3 STREET ADDRESS:
		6.4 CITY-ST-ZIP:	

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [Signature] DATE: 4/12/97
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: [Signature] DATE: 4/12/97
Daytime Phone #: 866-2843

CR2E037 (9/96)