

FILE NOW; FILING FEE AFTER MAY 1 IS \$550.00

FILED

**May 01 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 # 809688 (5)
1. Corporation Name
ATLANTIC GULF COMMUNITIES CORPORATION



Principal Place of Business: LEGAL DEPT. 9TH FLOOR, 2601 S BAYSHORE DR, MIAMI FL 33133-2461
Mailing Address: LEGAL DEPT. 9TH FLOOR, 2601 S BAYSHORE DR, MIAMI FL 33133-5417

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21 Suite, Apt #, etc.		26 Suite, Apt #, etc.		02/22/1954	04/16/1996
22 City & State		27 City & State		4. FEI Number	Applied For
23 Zip		28 Zip		59-0720444	Not Applicable
24 Country		30 Country		5. Certificate of Status Desired	\$8.75 Additional Fee Required
25		29		<input type="checkbox"/>	<input type="checkbox"/>
26		30		6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
27		30		<input type="checkbox"/>	<input type="checkbox"/>
28		30		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input type="checkbox"/> Yes <input type="checkbox"/> No
29		30		<input type="checkbox"/>	<input type="checkbox"/>

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
LANGLEY, MARCIA H LEGAL DEPT. 9TH FLOOR 2601 S BAYSHORE DR MIAMI FL 33133				81 Name	JOEL K. GOLDMAN		
				82 Street Address (P.O. Box Number is Not Acceptable)	2601 S. BAYSHORE DR		
				83	9th FLOOR		
				84 City	MIAMI	85 Zip Code	33133

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: *Joel K. Goldman* **JOEL K. GOLDMAN** 4/11/97
(NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	DP	<input type="checkbox"/> DELETE	1.1 TITLE	D	Seidman, Lawrence	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
NAME	RUTHERFORD, LARRY J.		1.2 NAME	2601 S. BAYSHORE DR			
STREET ADDRESS	2601 S. BAYSHORE DRIVE		1.3 STREET ADDRESS	MIAMI FL 33133			
CITY-ST-ZIP	MIAMI FL		1.4 CITY-ST-ZIP				
TITLE	VP	<input type="checkbox"/> DELETE	2.1 TITLE	D	Scheetz, W. Edward	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
NAME	GILLETTE, THOMAS J.		2.2 NAME	2601 S. BAYSHORE DR			
STREET ADDRESS	2601 S. BAYSHORE DRIVE		2.3 STREET ADDRESS	MIAMI FL 33133			
CITY-ST-ZIP	MIAMI FL 33133		2.4 CITY-ST-ZIP				
TITLE	EV	<input type="checkbox"/> DELETE	3.1 TITLE	VS	GOLDMAN, JOEL K	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	JEFFREY, THOMAS W		3.2 NAME	2601 S. BAYSHORE DRIVE			
STREET ADDRESS	2601 S BAYSHORE DR		3.3 STREET ADDRESS	MIAMI FL 33133			
CITY-ST-ZIP	MIAMI FL 33133		3.4 CITY-ST-ZIP				
TITLE	DC	<input type="checkbox"/> DELETE	4.1 TITLE	VAS	LANGLEY MARCIA H.	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	APTHORP, JAMES W		4.2 NAME	2601 S. BAYSHORE DR			
STREET ADDRESS	2601 S BAYSHORE DR		4.3 STREET ADDRESS	MIAMI FL 33133			
CITY-ST-ZIP	MIAMI FL 33133		4.4 CITY-ST-ZIP				
TITLE	D	<input type="checkbox"/> DELETE	5.1 TITLE	VAS	CARLETON, CALLIS N.	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	COHEN, JEROME J.		5.2 NAME	2601 S. BAYSHORE DR			
STREET ADDRESS	1125 N.E. 125TH STREET		5.3 STREET ADDRESS	MIAMI FL 33133			
CITY-ST-ZIP	N. MIAMI FL		5.4 CITY-ST-ZIP				
TITLE	D	<input type="checkbox"/> DELETE	6.1 TITLE	V	Reader, PERRY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
NAME	EHRlich, RAYMOND		6.2 NAME	2601 S. BAYSHORE DR			
STREET ADDRESS	2601 S BAYSHORE DRIVE		6.3 STREET ADDRESS	MIAMI FL 33133			
CITY-ST-ZIP	MIAMI FL 33133		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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Joel K. Goldman* **JOEL K. GOLDMAN** 4/11/97 305-859-4071
SEE ADDITIONAL OFFICERS AND DIRECTORS ON Schedule A Attached

CR2E034 (9/96)

SCHEDULE "A"

12. CONTINUATION - Officers & Directors

D
Frederick, Jr., W. D.
2601 S. Bayshore Drive
Miami, Florida 33133

D
Blase, Allen A.
2601 S. Bayshore Drive
Miami, Florida 33133

D
Temple, John W.
2601 S. Bayshore Drive
Miami, Florida 33133

D
Agranoff, Gerald N.
2601 S. Bayshore Drive
Miami, Florida 33133

SVP
Fertig, Jay C.
2601 S. Bayshore Drive
Miami, Florida 33133

SVP
Woodbury, Kimball D.
2601 S. Bayshore Drive
Miami, Florida 33133

V
Anness, Lisa D
2601 S. Bayshore Drive
Miami, Florida 33133

V
Cain, III, Ralph C.
2601 S. Bayshore Drive
Miami, Florida 33133

VT
Fischer, John H.
2601 S. Bayshore Drive
Miami, Florida 33133

V
Kinsey, Susan M.
2601 S. Bayshore Drive
Miami, Florida 33133

V
O'Grady, Kevin
2601 S. Bayshore Drive
Miami, Florida 33133

V
Troisi, Claudia
2601 S. Bayshore Drive
Miami, Florida 33133

V
Whitehead, Michael
2601 S. Bayshore Drive
Miami, Florida 33133

13. Deletions

V
Charlie Fancher
2601 S. Bayshore Drive
Miami, Florida

V
Thompson, Charles A.
2601 S. Bayshore Drive
Miami, Florida 33133

13. Additions/Changes
SVP
Gillette, Thomas J.
2601 S. Bayshore Drive
Miami, Florida 33133