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95 MAY -1 AM 9:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION ANNUAL REPORT 1995



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

DOCUMENT # K69739 (6)

1. Corporation Name
WATERFORD VILLAS, INC.
~~WESLEY PLACE HOMES, INC.~~

Principal Place of Business Mailing Address

1501 WATERFORD RD
1501 WATERFORD DR.
VENICE FL 34292
US

C/O SHAWN R MCINTYRE
1501 WATERFORD DR
VENICE FL 34292
US

2. Principal Place of Business 2a. Mailing Address

21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.

22 City & State 27 City & State

23 City & State 28 City & State

24 City Country 25 City Country 29 City Country 30 City Country

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 03/02/1989 3a. Date of Last Report 04/15/1994

4. FEI Number 65-0101612 Applied For 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

8. This corporation has liability for intangible tax under S. 119(1)(2), Florida Statutes Yes No

9. Name and Address of Current Registered Agent

MILLER, MICHAEL W.
1501 WATERFORD DR.
VENICE FL 34292

10. Name and Address of New Registered Agent

B1 Name
B2 Street Address (P.O. Box Number is Not Acceptable)
B3
B4 City FL B5 Zip Code

11. Pursuant to the provisions of Sections 607 0507 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 _____ DATE _____

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|--------------------|---|---|
| TITLE | VP | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SMITH, MARC P. | 1.2 NAME | |
| STREET ADDRESS | 1501 WATERFORD DR | 1.3 STREET ADDRESS | |
| CITY, ST, ZIP | VENICE FL | 1.4 CITY, ST, ZIP | |
| TITLE | VSD | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MCINTYRE, SHAWN R | 2.2 NAME | |
| STREET ADDRESS | 1501 WATERFORD DR. | 2.3 STREET ADDRESS | |
| CITY, ST, ZIP | VENICE FL | 2.4 CITY, ST, ZIP | |
| TITLE | DP | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MILLER, MICHAEL W. | 3.2 NAME | |
| STREET ADDRESS | 1501 WATERFORD DR. | 3.3 STREET ADDRESS | |
| CITY, ST, ZIP | VENICE FL | 3.4 CITY, ST, ZIP | |
| TITLE | | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | 4.2 NAME | |
| STREET ADDRESS | | 4.3 STREET ADDRESS | |
| CITY, ST, ZIP | | 4.4 CITY, ST, ZIP | |
| TITLE | | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | 5.2 NAME | |
| STREET ADDRESS | | 5.3 STREET ADDRESS | |
| CITY, ST, ZIP | | 5.4 CITY, ST, ZIP | |
| TITLE | | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | 6.2 NAME | |
| STREET ADDRESS | | 6.3 STREET ADDRESS | |
| CITY, ST, ZIP | | 6.4 CITY, ST, ZIP | |

14. I do hereby certify that the information supplied with this filing is accurately furnished and does not qualify for the exemption stated in Section 110 07(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or biennial 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 a duly authorized agent empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 of this filing with an address.

SIGNATURE: _____ DATE: 4/24/95

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Shawn R. McIntyre, V.P.

5/1/95 MS

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-05/08/95--01026--013
****608.00 ****208.00