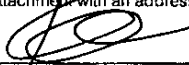


# 2005 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**Apr 29, 2005 8:00 am**  
**Secretary of State**

04-29-2005 90224 047 \*\*\*\*70.00

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                         |                                                                                     |                                                              |                                                                                                                                                                                                                     |                                                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|
| <b>DOCUMENT # N07195</b><br>1. Entity Name<br><b>BEL-AIR BEACH CLUB ASSOCIATION, INC.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                         |                                                                                     |                                                              |                                                                                                                                    |                                                                              |
| Principal Place of Business<br><b>780 ESTERO BLVD.<br/>FT. MYERS BEACH, FL 33931-2100</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                         |                                                                                     |                                                              | Mailing Address<br><b>780 ESTERO BLVD.<br/>FT. MYERS BEACH, FL 33931-2100</b>                                                                                                                                       |                                                                              |
| 2. Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                         | 3. Mailing Address                                                                  |                                                              |                                                                                                                                                                                                                     |                                                                              |
| Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                         | Suite, Apt. #, etc.                                                                 |                                                              |                                                                                                                                                                                                                     |                                                                              |
| City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                         | City & State                                                                        |                                                              |                                                                                                                                                                                                                     |                                                                              |
| Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                         | Country                                                                             |                                                              | Zip                                                                                                                                                                                                                 |                                                                              |
| Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                         | Country                                                                             |                                                              | Country                                                                                                                                                                                                             |                                                                              |
| 6. Name and Address of Current Registered Agent<br><b>SAPP, PAUL L<br/>15660 SAN CARLOS BLVD #40<br/>FORT MYERS, FL 33908</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                         |                                                                                     |                                                              | 7. Name and Address of New Registered Agent<br>Name <b>Robert W Saul</b><br>Street Address (P.O. Box Number is Not Acceptable) <b>780 Estero Blvd</b><br>City <b>Ft Myers Beach</b> <b>FL</b> Zip Code <b>33931</b> |                                                                              |
| 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.<br>SIGNATURE  <b>Robert W Saul, Vice-President</b> <b>2/9/05</b><br><small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating.)</small>                                                                                                   |                                                                                         |                                                                                     |                                                              |                                                                                                                                                                                                                     |                                                                              |
| <b>Filing Fee is \$61.25<br/>Due by May 1, 2005</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                         | 9. Election Campaign Financing<br>Trust Fund Contribution. <input type="checkbox"/> |                                                              | <b>\$5.00 May Be<br/>Added to Fees</b>                                                                                                                                                                              |                                                                              |
| Make check payable to<br><b>Florida Department of State</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                         |                                                                                     |                                                              |                                                                                                                                                                                                                     |                                                                              |
| <b>10. OFFICERS AND DIRECTORS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                         |                                                                                     | <b>11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 10</b> |                                                                                                                                                                                                                     |                                                                              |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>SCCD<br/>MASSUCCO, DON<br/>4265 BAY BCH LANE<br/>FORT MYERS BEACH, FL 33931</b>      | <input checked="" type="checkbox"/> Delete                                          | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP               | <b>PD<br/>William Ratliff<br/>9160 Southmont Cove #207<br/>Ft. Myers FL 33908</b>                                                                                                                                   | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>PDCO<br/>MASSUCCO, JEANETTE<br/>4265 BAY BCH LANE<br/>FORT MYERS BEACH, FL 33931</b> | <input checked="" type="checkbox"/> Delete                                          | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP               | <b>VD<br/>Robert SAW<br/>2331 E 5TH ST #104<br/>Lehigh Acres, FL 33970</b>                                                                                                                                          | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>D<br/>NELSON, KEN<br/>2326 DEL PRADO<br/>CAPE CORAL, FL 33990</b>                    | <input type="checkbox"/> Delete                                                     | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP               | <b>D<br/>William Sawyer<br/>780 Estero BLVD #201<br/>Ft Myers Beach, FL 33931</b>                                                                                                                                   | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>D<br/>DEALEY, LARRY<br/>1439 C 17<br/>CONVOY, OH 45832</b>                           | <input type="checkbox"/> Delete                                                     | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP               | <b>STD<br/>Dealey, Larry<br/>1439 C 17<br/>Convoay, OH 45832</b>                                                                                                                                                    | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                         | <input type="checkbox"/> Delete                                                     | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP               | <b>D<br/>Kris Cozzo<br/>780 Estero BLVD #203<br/>Ft Myers Beach, FL 33931</b>                                                                                                                                       | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                         | <input type="checkbox"/> Delete                                                     | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP               | <b>D<br/>David Shively<br/>106 37 WEST Anglin Rd<br/>Etna Green, Indiana 46524</b>                                                                                                                                  | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| 12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered. |                                                                                         |                                                                                     |                                                              |                                                                                                                                                                                                                     |                                                                              |
| <b>SIGNATURE:</b>  <b>Robert W Saul Vice-President</b> <b>2/9/05</b> <b>239-368-6753</b><br><small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                         |                                                                                     |                                                              |                                                                                                                                                                                                                     |                                                                              |