

FILE NOW: FILING FEE IS \$61.25

FILED
Apr 28 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # N15420 (5)
1. Corporation Name
VILLAS AT QUAIL CREEK ASSOCIATION, INC.



Principal Place of Business 1044 CASTELLO DR 206 NAPLES FL 33999 US	Mailing Address 1044 CASTELLO DR 206 NAPLES FL 34103-1800 US
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2. Principal Place of Business 21 Suite, Apt. #, etc.	2a. Mailing Address 26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24 25	29 30

3. Date Incorporated or Qualified 05/20/1986	3a. Date of Last Report 04/02/1996
4. FEI Number 59-2785128	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**SOUTHWEST PROPERTY MGMT CORP
1044 CASTELLO DR
206
NAPLES FL 33999**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 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

TITLE	PO-	<input checked="" type="checkbox"/> DELETE
NAME	SMITH, DISSELL	
STREET ADDRESS	14010 QUAIL VILLAGE WAY	
CITY-ST-ZIP	NAPLES FL	
TITLE	VFD-	<input checked="" type="checkbox"/> DELETE
NAME	WILLIAMS, BOBBY J-	
STREET ADDRESS	14700 QUAIL VILLAGE WAY	
CITY-ST-ZIP	NAPLES FL	
TITLE	SO-	<input checked="" type="checkbox"/> DELETE
NAME	CURTIS, EVERETT	
STREET ADDRESS	14806 QUAIL VILLAGE WAY	
CITY-ST-ZIP	NAPLES FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	P/D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Williams, Jr., Bobby	
1.3 STREET ADDRESS	11790 Quail Village Way	
1.4 CITY-ST-ZIP	Naples, FL	
2.1 TITLE	V/T/D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	McClain, Kenneth	
2.3 STREET ADDRESS	11800 Quail Village Way	
2.4 CITY-ST-ZIP	Naples, FL	
3.1 TITLE	S/D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Bowles, Gary	
3.3 STREET ADDRESS	11784 Quail Village Way	
3.4 CITY-ST-ZIP	Naples, FL	
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
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]* 4/15/97 6945 211-3440

CR2E037 (9/96)