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NONPROFIT
 CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # N49610

1. Corporation Name

ST. TROPEZ AT BOCA GOLF PROPERTY OWNERS ASSOCIATION, INC.

Principal Place of Business

500 NE SPANISH RIVER BLVD
 SUITE 18
 BOCA RATON FL 33431

Mailing Address

500 NE SPANISH RIVER BLVD
 SUITE 18
 BOCA RATON FL 33431



2. Principal Place of Business

2a. Mailing Address

3. Date Incorporated or Qualified

06/29/1992

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

4. FEI Number

65-0355953

Applied For
 Not Applicable

22 City & State

27 City & State

5. Certificate of Status Desired

\$8.75 Additional Fee Required

23 Zip Country

28 Zip Country

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

WILLIS, ERNEST W
 500 NE SPANISH RIVER BLVD
 SUITE 18
 BOCA RATON FL 33431

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

Signature, typed or printed name of registered agent and title if applicable.

(NOT: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE PD DELETE
 NAME ZAGER, ELLEN
 STREET ADDRESS 17329-5 BOCA CLUB BLVD
 CITY-ST-ZIP BOCA RATON FL 33487

1.1 TITLE Change Addition
 1.2 NAME Harry Lachter
 1.3 STREET ADDRESS 17227-1 Boca Club Blvd
 1.4 CITY-ST-ZIP Boca Raton, FL 33487

TITLE TD DELETE
 NAME LANDAU, HAROLD
 STREET ADDRESS 17223-6 BOCA CLUB BLVD
 CITY-ST-ZIP BOCA RATON FL

2.1 TITLE Change Addition
 2.2 NAME Donald Silverman
 2.3 STREET ADDRESS 17245-2 Boca Club Blvd.
 2.4 CITY-ST-ZIP Boca Raton, FL 33487

TITLE VD DELETE
 NAME ASHER, BARBARA
 STREET ADDRESS 17269-3 BOCA CLUB BLVD
 CITY-ST-ZIP BOCA RATON FL

3.1 TITLE Change Addition
 3.2 NAME
 3.3 STREET ADDRESS
 3.4 CITY-ST-ZIP

TITLE SD DELETE
 NAME GLASER, ROBERT
 STREET ADDRESS 17281-2 BOCA CLUB BLVD
 CITY-ST-ZIP BOCA RATON FL

4.1 TITLE Change Addition
 4.2 NAME D
 4.3 STREET ADDRESS
 4.4 CITY-ST-ZIP

TITLE D DELETE
 NAME MANNON, LOUIS
 STREET ADDRESS 17239-3 BOCA CLUB BLVD
 CITY-ST-ZIP BOCA RATON FL

5.1 TITLE Change Addition
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

6.1 TITLE Change Addition
 6.2 NAME JAY WASHOR
 6.3 STREET ADDRESS 17223-4 BOCA CLUB DR
 6.4 CITY-ST-ZIP BOCA RATON, FL 33487

14. 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 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, with all other like empowered.

SIGNATURE: *Ellen Zager* SIGNATURE REQUIRED

4/23/99 561-750-0040

CR2E037 (11/98)