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May 12 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # N93000002935 (5)
1. Corporation Name

VILLAGES ON COURT SIDE LAKE II AT BRECKENRIDGE C ONDOMINIUM ASSOCIATION, INC.

Principal Place of Business: 19850 SOUTH TAMiami TRAIL ESTERO FL 33928
Mailing Address: 12734 KENWOOD LANE # 32 FT MYERS FL 33907-5834 US



3. Date Incorporated or Qualified: 06/25/1993
3a. Date of Last Report: 06/17/1996

4. FEI Number: 65-0429982
Applied For: Not Applicable

6. 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. 199.032, Florida Statutes: Yes No

C/O Marquis Management, Inc.
12661 New Brittany Blvd.
Fort Myers, Fl. 33907

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24 25 29 30

9. Name and Address of Current Registered Agent: FLEMING, MICHAEL
C/O MICHAEL FLEMING AND ASSOCIATES
12734 KENWOOD LANE / STE 32
FORT MYERS FL 33907

10. Name and Address of New Registered Agent: 81 Stilphen, Peter
82 Marquis Management, Inc.
83 12661 New Brittany Blvd.
84 Fort Myers, Fl. 33907
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: *Peter Stilphen Peter STILPHEN* DATE: 1/20/97

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: D	LOTURCO, JOSEPH D 19850 SOUTH TAMiami TRAIL ESTERO FL 33928	1.1 TITLE: D.P.	HUNT, FRED 4121-301 Lorene Dr - Estero, FL
TITLE: D	NICOLIA, JOSEPH R 52 CORPORATE CIRCLE ALBANY NY 12203	2.1 TITLE: D.V.P.	KILPATRICK, ALAN 4110-104 Lorene Dr Estero, FL.
TITLE: D	BETTE, KEVIN M 4120 LORENE DR 110 ALBANY NY 12203	3.1 TITLE: D.S.	Scheele, Ken 4110-109 Lorene Dr Estero, FL.
TITLE: []	[]	4.1 TITLE: D.T.	Freedman, Barry 4121 Lorene Dr # 110 Estero, FL. 3
TITLE: []	[]	5.1 TITLE: D	Led Duke, Howard 4110-110 Lorene Dr Estero - FL.
TITLE: []	[]	6.1 TITLE: []	[]
TITLE: []	[]	6.2 TITLE: []	[]
TITLE: []	[]	6.3 STREET ADDRESS: []	[]
TITLE: []	[]	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)(l), 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]* DATE: 4/29/97

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E037 (9/96)