

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90243 029 \*\*\*150.00

PROFIT CORPORATION  
 ANNUAL REPORT  
**1999**



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

**DOCUMENT # P16092**

1. Corporation Name  
**COOPER COMMUNITIES, INC.**

Principal Place of Business  
**1801 FOREST HILLS BLVD  
 BELLA VISTA AR 72714-2399**

Mailing Address  
**1801 FOREST HILLS BLVD  
 BELLA VISTA AR 72714-2399**



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified  
**09/24/1987**

2. Principal Place of Business

2a. Mailing Address

4. FEI Number

Applied For  
 Not Applicable

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

**71-0619331**

5. Certificate of Status Desired  **\$8.75 Additional Fee Required**

22 City & State

27 City & State

6. Election Campaign Financing Trust Fund Contribution  **\$5.00 May Be Added to Fees**

23 Zip

Country

28 Zip

Country

8. This corporation owes the current year Intangible Personal Property Tax.  Yes  No

24 Zip

25 Country

29 Zip

30 Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND ROAD  
 PLANTATION FL 33324**

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 607.0502 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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE  DELETE  
 NAME **VD BASORE, J NEFF**  
 STREET ADDRESS **1801 FOREST HILLS BLVD**  
 CITY-ST-ZIP **BELLA VISTA AR**

1.1 TITLE  Change  Addition  
 1.2 NAME  
 1.3 STREET ADDRESS  
 1.4 CITY-ST-ZIP

TITLE  DELETE  
 NAME **SV SMITH, RICHARD H**  
 STREET ADDRESS **1801 FOREST HILLS BLVD**  
 CITY-ST-ZIP **BELLA VISTA AR**

2.1 TITLE  Change  Addition  
 2.2 NAME  
 2.3 STREET ADDRESS  
 2.4 CITY-ST-ZIP

TITLE  DELETE  
 NAME **TV NEAL, JASPER T.**  
 STREET ADDRESS **1801 FOREST HILLS BLVD**  
 CITY-ST-ZIP **BELLA VISTA AR**

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

TITLE  DELETE  
 NAME **PCD COOPER, JOHN A, JR**  
 STREET ADDRESS **1801 FOREST HILLS BLVD**  
 CITY-ST-ZIP **BELLA VISTA AR**

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

TITLE  DELETE  
 NAME **V DIAL, MICHAEL C**  
 STREET ADDRESS **1801 FOREST HILLS BLVD**  
 CITY-ST-ZIP **BELLA VISTA AR**

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  
 6.3 STREET ADDRESS  
 6.4 CITY-ST-ZIP

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 607, 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:

*Jasper T. Neal, Jr.*  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

JASPER T. NEAL, JR

4/29/99

(501) 855-6151  
 Daytime Phone #

CR2E034 (1/98)

537901-90243-29  
Doc # P16092

DIRECTORS  
COOPER COMMUNITIES, INC.

<u>NAME</u>	<u>ADDRESS</u>
J. Neff Basore, Jr.	10 Nottingham Circle Bella Vista, AR 72714
John A. Cooper, Jr. Chairman of the Board	5 Bella Vista Way Bella Vista, AR 72714
Jerry D. Jackson	1505 Nashville Avenue New Orleans, LA 70115
Wayne E. Sheneman	P. O. Box 5128 Bella Vista, AR 72714
Michael R. Smith	No. 5 Longfellow Circle Little Rock, AR 72207
Philip R. Zanone	4108 Gwynne Road Memphis, TN 38117

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**OFFICERS  
COOPER COMMUNITIES, INC.**

<u>NAME</u>	<u>TITLE</u>	<u>RESIDENCE</u>
John A. Cooper, Jr.	Chairman of the Board President & CEO (501) 855-5011	5 Bella Vista Way Bella Vista, AR 72714 (501) 855-3511
J. Neff Basore, Jr.	Sr. Vice President (501) 876 7004	10 Nottingham Circle Bella Vista, AR 72714 (501) 855-3443
Randy Brucker	Sr. Vice President (501) 855-5192	1503 Sanford Bentonville, AR 72712 (501) 464-4566
Daniel W. Cooper	Sr. Vice President (501) 855-5191	Bella Vista, AR 72715 (501) 855 1836 (423) 458 6531 (TN)
Ernie Deaton	Vice President (501) 855-5197	6 B Iris Way Bentonville, AR 72712 (501) 464 7148
Michael C. Dial	Sr. Vice President & <i>Chief Financial Officer</i> (501) 855-5014	20 Howard Place Brush Creek Rogers, AR 72756 (501) 636-2573
Richard H. Meads	Controllor (501) 855-5152	123 San Jose Drive Springdale, AR 72764 (501) 756-0046
Jasper T. Neal, Jr.	Vice President & Treasurer (501) 855 5237	8 Dunedin Circle Bella Vista, AR 71715 (501) 855-0628
Thomas L. Spencer	Sr. Vice President (501) 855 5269	21 Elmham Bella Vista, Ar 72714 (501) 876 7273
Dewitt H Smith III	Sr. Vice President 501 855 5190	17 Abingdon Lane Bella Vista, Ar 72714 (501) 855 7414
Richard H. Smith	Sr. Vice President, Secretary and General Counsel (501) 855-5008	1 Creekwood Hill Rogers, AR 72756 (501) 636-7722