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Secretary of State

03-01-1999 90138 018 ***150.00

PROFIT CORPORATION
 ANNUAL REPORT
1999



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

DOCUMENT # P93000031107

1. Corporation Name
INVERRARY RESORT & HOTEL CORPORATION



Principal Place of Business
 3501 INVERRARY BLVD.
 LAUDERMILL FL 33319-5999

Mailing Address
 100 W. CYPRESS CREEK RD
 SUITE 700
 FT. LAUDERDALE FL 33309
 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

23 City & State

27 City & State

24 Zip Country

28 Zip Country

3. Date Incorporated or Qualified

04/29/1993

4. FEI Number

65-0406095

Applied For
 Not Applicable

5. 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 owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent

GREENSPOON, GERALD
 GREENSPOON, MARDER, HIRSCHFELD & RAFKIN
 100 W. CYPRESS CREEK ROAD, STE. 700
 FT. LAUDERDALE FL 33309

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 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 DELETE

TITLE: DPS
 NAME: GAMEL, JOEL
 STREET ADDRESS: 20355 N.E. 34 CT., PENTHOUSE
 CITY-ST-ZIP: AVENTURA FL

TITLE: VPT
 NAME: SHARABY, ELLIOTT
 STREET ADDRESS: 6601 PARK HEIGHTS AVE.
 CITY-ST-ZIP: BALTIMORE MD

TITLE: AVP
 NAME: GREENSPOON, GERALD
 STREET ADDRESS: 100 WEST CYPRESS CREEK ROAD
 CITY-ST-ZIP: FT. LAUDERDALE FL

TITLE: DELETE

TITLE: DELETE

TITLE: DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

2.1 TITLE Change Addition
 2.2 NAME: 3409 FAIRSTAFF RD
 2.3 STREET ADDRESS: BALTIMORE, MD 21215
 2.4 CITY-ST-ZIP

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

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

5.1 TITLE Change Addition
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 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:

[Signature]
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

2/5/99
 Date

(410) 764-1959
 Daytime Phone #

CR2E034 (1/198)