

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

Amended

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PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # 176987 (6)
1. Corporation Name
LENNAR HOMES, INC.

APPROVED AND FILED
98 OCT 20 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Principal Place of Business: 700 N.W. 107 Avenue, Miami FL 33172
Mailing Address: 700 N.W. 107 Avenue, Miami FL 33172

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		01/18/54	
22 City & State		27 City & State		4. FEI Number	
23 Zip		28 Zip		59-0711505	
24 Country		29 Country		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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
David B. McCain, Esq. 700 N. W. 107 Avenue Miami, Florida 33172				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83 700002669437--5			
				84 City			

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]* (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: CD <input type="checkbox"/> DELETE	NAME: Miller, Leonard	1.1 TITLE: PD <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	NAME: Miller, Stuart A.
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami FL 33172	1.2 NAME: Miller, Stuart A.	1.3 STREET ADDRESS: 700 N.W. 107 Avenue
TITLE: VD <input type="checkbox"/> DELETE	NAME: Bolotin, Irving	1.4 CITY-ST-ZIP: Miami FL 33172	
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami FL 33172	2.1 TITLE: <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	NAME: Shevory, Mark
TITLE: VD <input type="checkbox"/> DELETE	NAME: Pekor, Allan J.	2.2 NAME: Shevory, Mark	2.3 STREET ADDRESS: 8190 State Road 84
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami FL 33172	2.4 CITY-ST-ZIP: Davie FL 33321	
TITLE: AS <input checked="" type="checkbox"/> DELETE	NAME: Watsky, Morris J.	3.1 TITLE: V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	NAME: Dudley, Doyle
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami FL 33172	3.2 NAME: Dudley, Doyle	3.3 STREET ADDRESS: 8190 State Road 84
TITLE: VT <input checked="" type="checkbox"/> DELETE	NAME: Saleda, M. E.	3.4 CITY-ST-ZIP: Davie FL 33321	
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami FL 33172	4.1 TITLE: VS <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	NAME: McCain, David B.
TITLE: AS <input type="checkbox"/> DELETE	NAME: Sierra, Kathleen E.	4.2 NAME: McCain, David B.	4.3 STREET ADDRESS: 700 N.W. 107 Avenue
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami, Florida 33172	4.4 CITY-ST-ZIP: Miami FL 33172	
TITLE: AS <input type="checkbox"/> DELETE	NAME: Sierra, Kathleen E.	5.1 TITLE: VT <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	NAME: Malcolm, Waynewright
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami, Florida 33172	5.2 NAME: Malcolm, Waynewright	5.3 STREET ADDRESS: 700 N.W. 107 Avenue
TITLE: AS <input type="checkbox"/> DELETE	NAME: Sierra, Kathleen E.	5.4 CITY-ST-ZIP: Miami, FL 33172	
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami, Florida 33172	6.1 TITLE: VD <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	NAME: Gross, Bruce E.
TITLE: AS <input type="checkbox"/> DELETE	NAME: Sierra, Kathleen E.	6.2 NAME: Gross, Bruce E.	6.3 STREET ADDRESS: 700 N.W. 107 Avenue
STREET ADDRESS: 700 N.W. 107 Avenue	CITY-ST-ZIP: Miami, Florida 33172	6.4 CITY-ST-ZIP: Miami FL 33172	

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.

SIGNATURE: *[Signature]* David B. McCain 10/19/98 (305) 485-2070
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DATE DAYTIME PHONE #

Lennar Homes, Inc.
Directors as of Monday, October 19, 1998

20/6

<i>Name</i>	<i>Business Address</i>	<i>Dates</i>
Irving Bolotin	700 NW 107 Avenue Miami, Florida USA 33172	
Bruce E. Gross	700 N. W. 107 Avenue Miami, Florida USA 33172	
Leonard Miller	700 NW 107 Avenue Miami, Florida USA 33172	
Stuart A. Miller	700 N. W. 107 Avenue Miami, Florida USA 33172	
Allan J. Pekor	730 NW 107 Avenue Miami, Florida USA 33172	

[A] Indicates an Associate Director

Lennar Homes, Inc.
Officers as of Monday, October 19, 1998

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<i>Name</i>	<i>Title</i>	<i>Business Address</i>
Leonard Miller	Chairman of the Board	700 NW 107 Avenue Miami, Florida USA 33172
Stuart A. Miller	President & CEO	700 N. W. 107 Avenue Miami, Florida USA 33172
Irving Bolotin	Senior Vice President	700 NW 107 Avenue Miami, Florida USA 33172
Bruce E. Gross	Chief Financial Officer	700 N. W. 107 Avenue Miami, Florida USA 33172
Robert Ahrens	Vice President	1110 Douglas Avenue Altamonte Springs, Florida USA 32714
Dean Amann	Vice President	8190 State Road 84 Davie, Florida USA 33324
Marshall Ames	Vice President	700 NW 107 Avenue Miami,, Florida USA 33172
Diane Besette	Vice President	700 N. W. 107 Avenue Miami Florida 33172
Jeffrey Brown	Vice President	12230 Forest Hill Boulevard West Palm Beach, Florida USA 33414
Douglas S. Cohen	Vice President	13891 Jetport Loop Suites 9 & 10 Fort Myers, Florida USA 33913

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Lennar Homes, Inc.
Officers as of Monday, October 19, 1998

<i>Name</i>	<i>Title</i>	<i>Business Address</i>
Doyle Dudley	Vice President	8190 State Road 84 Davie, Florida USA 33324
Robert Glantz	Vice President	571 Interstate Boulevard Sarasota, Florida USA 34240
Bruce E. Gross	Vice President	700 N. W. 107 Avenue Miami, Florida USA 33172
Kathy B. Harter	Vice President	2955 Pineda Causeway Suite 117 Melbourne, Florida USA 32940
Michael D. Hutchison	Vice President	8190 State Road 84 Davie, Florida USA 33324
Jonathan M. Jaffe	Vice President	24800 Chrisanta Drive Mission Viejo, California USA 92691
Sherman J. Kronick	Vice President	8190 State Road 84 Davie, Florida USA 33324
Waynewright Malcolm	Vice President	700 N. W. 107 Avenue Miami, Florida USA 33172
David B. McCain	Vice President/General Counsel	700 N. W. 107 Avenue Miami, Florida USA 33172
Allan J. Pekor	Vice President	730 NW 107 Avenue Miami, Florida USA 33172

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Lennar Homes, Inc.
Officers as of Monday, October 19, 1998

<i>Name</i>	<i>Title</i>	<i>Business Address</i>
Thomas Prior	Vice President	1110 Douglas Avenue Suite 3000 Altamonte Springs, Florida USA 32714
Mark Shevory	Vice President	8190 State Road 84 Davie, Florida USA 33324
Michael J. Smolak	Vice President	12230 Forest Hill Boulevard West Palm Beach, Florida USA 33414
Wayne Von Dreele	Vice President	4902 Eisenhower Boulevard Suite 100 Tampa, Florida USA 33634
David B. McCain	Secretary	700 N. W. 107 Avenue Miami, Florida USA 33172
Jackie DiNatali	Assistant Secretary	12230 Forest Hill Boulevard West Palm Beach, Florida USA 33414
Grace LaPolla	Assistant Secretary	8190 State Road 84 Davie, Florida USA 33324
Allan J. Pekor	Assistant Secretary	730 NW 107 Avenue Miami, Florida USA 33172
Martin L. Riefs	Assistant Secretary	7600 Nob Hill Road Tamarac, Florida USA 33321
Grace Santaella	Assistant Secretary	700 NW 107 Avenue Miami, Florida USA 33172

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Lennar Homes, Inc.
Officers as of Monday, October 19, 1998

<i>Name</i>	<i>Title</i>	<i>Business Address</i>
Kathleen E. Sierra	Assistant Secretary	700 NW 107 Avenue Miami, Florida USA 33172
Christine Smith	Assistant Secretary	12230 Forest Hill Boulevard West Palm Beach , Florida USA 33414
Elizabeth Terry	Assistant Secretary	12230 Forest Hill Boulevard West Palm Beach , Florida USA 33414
Betty Tibbetts	Assistant Secretary	760 NW 107 Avenue Miami, Florida USA 33172
Diane Bessette	Controller	700 N. W. 107 Avenue Miami Florida 33172
Waynewright Malcolm	Treasurer	700 N. W. 107 Avenue Miami, Florida USA 33172
Jeff Shonty	Assistant Treasurer	700 N. W. 107 Avenue Miami, Florida USA 33172