FILE NOW: FILING FEE IS \$61.25

T NOMPROFIT CORPORATION ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

1998

DOCUMENT #

Principal Place of Business

3495 HOFFMAN STREET PENNEY FARMS FL. 32079-0555 708863

(6)

PENNEY FARMS FL 32079-0555

Mailing Address

P.O. BOX 555

PENNEY RETIREMENT COMMUNITY, INC.

FILED Feb 04 1998 8:00am Secretary of State

Applied For

3. Date Incorporated or Qualified

04/27/1965

4. FEI Number

					59-0624420	Not Applicable	
2. Principal Place of Business 2a. Mailing Address					5. Certificate of Status Desired	\$8.75 Additional	
21					or continuate of outlas posited	Fee Required	
:		Suite, Apt. #, etc.	Suite, Apt. #, etc.		6. Election Campaign Financing	\$5.00 May Be	
22 27				Trust Fund Contribution Added to Fees		Added to Fees	
City & State City & State				7. Is this nonprofit corporation a homeowners association?			
23	28					No No	
Zip	Country	Zip	Country	/	8. This corporation owes or has paid the b		
24	25 29 30				Personal Property Tax due June 30, Yes No		
9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Age							
†				oi Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
3495 HOFFMAN STREET				83			
PENNY FARMS FL 32079				83			
•			84	City		85 Zip Code	
					F		
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 of the corporation's heard of directors. I bereby accept the appointment as 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 little if applicable. (IXOTE: Registered Agent signature required when reinstating) DATE							
12.	OFFICERS AND		13.		ADDITIONS/CHANGES TO OFFICERS AT		
TITLE	D D	DELETE	1,1 TATLE			X Change Addition	
NAME	SANDRIDGE, DOROTHY		1.2 NAME	l			
STREET ADDRESS	2764 W. HOLLY PT. RD.		1.3 STREE	F ADDRESS			
CITY-ST-ZIP	ORANGE PARK FL		1.4 CITY-	ST-ZIP	Orange Park, FL 32073		
TITLE	VD	DELETE	2.1 TITLE	1		X Change	
NAME			2.2 NAME				
STREET ADDRESS			2.3 STREE	ADDRESS			
CITY-ST-ZIP			2. 4 CITY-	ST-ZIP	Jacksonville, FL 32256	<u> </u>	
TITLE	PD	DELETE 3.1				X Change	
NAME	PROCTOR, WILLIAM	3.21					
STREET ADDRESS	The state of the s		3.3 STREE	T ADDRESS	Flagler College, P. O. Box	x 1027 N/A	
CITY-ST-ZIP	ST AUGUSTINE FL 32085		3.4. CITY-	ST-ZIP			
TITLE		DELETE 4.11			TD	Change X Addition	
NAME	4.2		4, 2 NAME		Andreasen, Allan B.	ļ	
STREET ADDRESS	4.3		4.3 STREET	1	P. O. Box 270693 N/A		
CITY-ST-ZIP			4.4 CITY-5		Tampa, FI, 33688		
TITLE	DELETE 5.11		5.1 TITLE	I .	D	Change X Addition	
NAME			5.2 NAME	[Austin, Paul D.	ĺ	
STREET ADDRESS			5.3 STREET	ADDOCOG	4495 Studio Road		
CITY-ST-ZIP	5.4 C		5.4 CITY-5		Penney Farms, FL 32079		
TITLE		DELETE	6.1 TITLE		D	Change X Addition	
NAME			6.2 NAME		Galbreath, C. Thomas		
STREET ADDRESS	6.33		6.3 STREE	ADDRESS	Box 7486 N/A		
CITY-ST-ZIP			6.4 CITY - 5	ST-ZIP	Hilton Head, SC 29938		
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							
indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as it 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: Nation Halley HE Cean S. Frarley, Asst. Treas. 1-12-98 904-284-8200

BOARD OF DIRECTORS PENNEY RETIREMENT COMMUNITY, INC. 1997-1998

Continued from front page of form:

T,D Jean S. Farley 5609 Batton Bay Road Penney Farms, FL 32079

D Louis L. Huntley Huntley Enterprises 1890 Kingsley Avenue, Ste. 101 Orange Park, FL 32073

V,D F. L. "Chance" Irvine 2099 Winterbourne East, Unit 206 Orange Park, FL 32073

D Walter I. Jacoby 2900 Ocean Shore Boulevard, #301 Ormond Beach, FL 32176

Mark D. Lindemood Kent State University P. O. Box 5190 N/A Kent, OH 44242

D John C. Myers, III 320 Corporate Way, Suite 200 Orange Park, FL 32073

D Sharon R. Parks, Esq. St. Joe Corporation 1650 Prudential Drive, Suite 400 Jacksonville, FL 32207 D Ralph E. Patterson 4445 Wilbanks Ave., Apt 404-C Penney Farms, FL 32079

D W. Clinton Powers 4335 Ott Avenue, Apt. 401-A Penney Farms, FL 32079

D W. Paul Reagan, M. D. 1522 Oak Street Jacksonville, FL 32204

S,D Margaret Smith 4495 Ott Avenue Penney Farms, FL 32079

D H. Clint Stone 3514 Dwight Street Penney Farms, FL 32079

D Clayton L. Turner 3475 Morton Drive, Apt. 302-D Penney Farms, FL 32079____

Kenneth L. Wilson Chairman Emeritus, Life Member 3536 Caroline Boulevard P. O. Box 950 Penney Farms, FL 32079