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Secretary of State

NONPROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # 714161 (7)

1. Corporation Name

HACIENDA GIRL'S RANCH, INC.



Principal Place of Business

Mailing Address

326 CROTON RD
PO BOX 361097
MELBOURNE FL 32936-1097

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PO BOX 361097
MELBOURNE FL 32936-1097

3. Date Incorporated or Qualified

02/26/1968

4. FEI Number

59-6211487

Applied For

Not Applicable

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

Country

28 Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

VINTROUX, WILLIAM L
1158 POLK ST
MELBOURNE FL 32935

81 Name

Kay E. Hannan

82 Street Address (P.O. Box Number is Not Acceptable)

920 Golden Beach Blvd.

83

84 City

Indian Harbour Beach FL

85

Zip Code 32937

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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

5/19/98

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE V
NAME HOLEMAN, VAUGHN
STREET ADDRESS 2101 S. WAVERLY PLACE, SUITE 100
CITY-ST-ZIP MELBOURNE FL

TITLE T
NAME CORBLEY, PAUL
STREET ADDRESS 100 RIALTO PLACE
CITY-ST-ZIP MELBOURNE FL

TITLE D
NAME SMITH, JIMMIE L
STREET ADDRESS 500 W. FEE AVE.
CITY-ST-ZIP MELBOURNE FL

TITLE S
NAME KINBERG, EDWARD J
STREET ADDRESS 770 VERBENIA
CITY-ST-ZIP SATELLITE BEACH FL

TITLE D
NAME VINTROUX, WILLIAM L
STREET ADDRESS 1158 POLK STREET
CITY-ST-ZIP MELBOURNE FL

TITLE P
NAME DANIEL, RUTH
STREET ADDRESS 12851 MICANOPY LANE
CITY-ST-ZIP JACKSONVILLE FL

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

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

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

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

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

Eileen Derrick
825 Barker Street
Sebastian, FL 32958

Kay E. Hannan
920 Golden Beach Blvd.
Indian Harbour Beach, FL 32937

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 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, typed or printed name of registered agent and title if applicable 4/30/98 407-254-1233

CR2E037 (10/97)