

FILE NOW: FILING FEE AFTER MAY 1 IS \$155.00

CORPORATION ANNUAL REPORT 1995		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--------------------------------------	---	--

DOCUMENT # 745091 (9)

1. Corporation Name
CASA YBEL BEACH AND RACQUET CLUB CONDOMINIUM ASSOCIATION, INC.

Principal Place of Business 2235 WEST GULF DR SARASOTA FL 33607 US	Mailing Address 13391 MCGREGOR BLVD FT MYERS FL 33919-5006 US
--	---

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
---	--

9. Name and Address of Current Registered Agent

**HILTON GRAND VACATIONS COMPANY
13391 MCGREGOR BLVD SW
FT. MYERS FL 33919-5006**

APPROVED AND FILED

95 APR 24 AM 8:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 11/29/1978	3a. Date of Last Report 05/01/1994
4. FEI Number 59-1900596	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
7. Nonprofit with IRS 501(c)(3) Tax Exempt Status <input type="checkbox"/>	\$68.75 Supplemental Fee Not Required
8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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 the if applicable) (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MCELROY, EDWARD	1.2 NAME	
STREET ADDRESS	5837 S.W. FIRST AVE.	1.3 STREET ADDRESS	
CITY-ST-ZIP	CAPE CORAL, FL 0	1.4 CITY-ST-ZIP	33914
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	D'ALESSANDRO, JOSEPH P.	2.2 NAME	
STREET ADDRESS	1130 SHADOW LANE	2.3 STREET ADDRESS	
CITY-ST-ZIP	FT. MYERS, FL 0	2.4 CITY-ST-ZIP	33902
TITLE	STD	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	WILLET, EDWARD	3.2 NAME	
STREET ADDRESS	56 PARK AVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	STONEHAM MA	3.4 CITY-ST-ZIP	02180
TITLE	VD	4.1 TITLE	<input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	APPLEBERG, CARL JAMES	4.2 NAME	APPELBERG, CARL JAMES
STREET ADDRESS	6421 ROYAL WOODS DR	4.3 STREET ADDRESS	
CITY-ST-ZIP	FT. MYERS, FL 0	4.4 CITY-ST-ZIP	33908
TITLE	D	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DEMAREST, WILLIAM	5.2 NAME	Burruano, Charles A.
STREET ADDRESS	8A MARSH HARBOR, LADY IS	5.3 STREET ADDRESS	6278 N Federal Highway #325
CITY-ST-ZIP	BEAUFORT SC	5.4 CITY-ST-ZIP	Fort Lauderdale, FL 33308
TITLE	PD	6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	JACKSON, RICHARD K.	6.2 NAME	
STREET ADDRESS	661 EL DORADO PKWY.	6.3 STREET ADDRESS	
CITY-ST-ZIP	PLANTATION FL	6.4 CITY-ST-ZIP	33317

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(k), 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: Richard K. Jackson 3/17/94 305 583 3204

SIGNATURE AND TYPED OR PRINTED NAME OF BOILING OFFICER OR DIRECTOR Date (Reverse Page 2)

RICHARD K. JACKSON

CASA YBEL BEACH AND RACQUET CLUB CONDOMINIUM ASSOCIATION, INC.

12. Officers & Directors

1.1 Title	D
1.2 Name	MCELROY, EDWARD
1.3 Address	5837 SW First Avenue
1.4 City-ST-Zip	Cape Coral, FL 33914
2.1 Title	D
2.2 Name	D'ALESSANDRO, JOSEPH P.
2.3 Address	1130 Shadow Lane
2.4 City-ST-Zip	Fort Myers, FL 33902
3.1 Title	STD
3.2 Name	WILLETT, EDWARD
3.3 Address	56 Park Avenue
3.4 City-ST -Zip	Stoneham, MA 02180
4.1 Title	VD
4.2 Name	APPELBERG, CARL JAMES
4.3 Address	6421 Royal Woods Drive
4.4 City-ST-Zip	Fort Myers, FL 33908
5.1 Title	D
5.2 Name	BURRUANO, CHARLES A.
5.3 Address	6278 N Federal Highway #325
5.4 City-ST-Zip	Fort Lauderdale, FL 33308
6.1 Title	PD
6.2 Name	JACKSON, RICHARD K.
6.3 Address	661 El Dorado Parkway
6.4 City-ST -Zip	Plantation, FL 33317
7.1 Title	D
7.2 Name	HOFFMAN, DONALD B.
7.3 Address	118 W Main Street
7.4 City-ST-Zip	White Sulphur Springs, WV 24986