

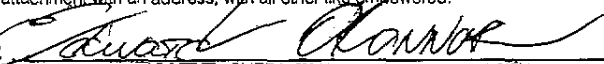
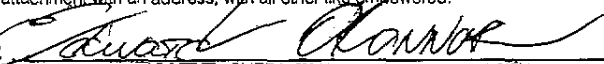
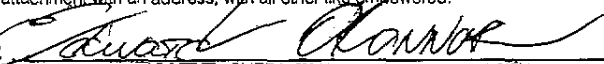


**2005 NOT-FOR-PROFIT CORPORATION
ANNUAL REPORT**

FILED
May 05, 2005 08:00 AM
Secretary of State

DOCUMENT # 745896								
<small>1. Entity Name</small> CARIBBEAN BEACH CLUB ASSOCIATION, INC.								
<small>Principal Place of Business</small> 7600 ESTERO BLVD. FT. MYERS, FL 33931 US	<small>Mailing Address</small> P.O. BOX 540669 MERRITT ISLAND, FL 32954 US							
DO NOT WRITE IN THIS SPACE								
		 05042005 No Chg-NP CR2E037 (10/03)						
		<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 80%;"><small>4. FEI Number</small> 59-1972323</td><td style="width: 20%;"><small>Applied For</small> <input type="checkbox"/> Not Applicable</td></tr><tr><td colspan="2"><small>5. Certificate of Status Desired</small> <input type="checkbox"/> \$8.75 Additional Fee Required</td></tr></table>	<small>4. FEI Number</small> 59-1972323	<small>Applied For</small> <input type="checkbox"/> Not Applicable	<small>5. Certificate of Status Desired</small> <input type="checkbox"/> \$8.75 Additional Fee Required			
<small>4. FEI Number</small> 59-1972323	<small>Applied For</small> <input type="checkbox"/> Not Applicable							
<small>5. Certificate of Status Desired</small> <input type="checkbox"/> \$8.75 Additional Fee Required								
<small>6. Name and Address of Current Registered Agent</small> TAKCAS, JOSEPH A JR 269 CROCKETT BLVD MERRITT ISLAND, FL 32953		DO NOT WRITE IN THIS SPACE						
<small>8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.</small>								
<table border="0" style="width: 100%;"><tr><td style="width: 30%;"><small>SIGNATURE</small></td><td style="width: 40%;"><small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small></td><td style="width: 30%;"><small>DATE</small></td></tr></table>			<small>SIGNATURE</small>	<small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>	<small>DATE</small>			
<small>SIGNATURE</small>	<small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>	<small>DATE</small>						
Filing Fee is \$61.25 Due by September 7, 2005		<table border="0" style="width: 100%;"><tr><td style="width: 50%;"><small>9. Election Campaign Financing Trust Fund Contribution.</small> <input type="checkbox"/></td><td style="width: 50%;">\$5.00 May Be Added to Fees</td></tr></table>	<small>9. Election Campaign Financing Trust Fund Contribution.</small> <input type="checkbox"/>	\$5.00 May Be Added to Fees				
<small>9. Election Campaign Financing Trust Fund Contribution.</small> <input type="checkbox"/>	\$5.00 May Be Added to Fees							
10. OFFICERS AND DIRECTORS								
<small>TITLE</small>	VP							
<small>NAME</small>	WILMES, ROBERT							
<small>STREET ADDRESS</small>	7600 ESTERO BLVD							
<small>CITY-STATE-ZIP</small>	FT. MYERS, FL 33931							
<small>TITLE</small>	D							
<small>NAME</small>	BANKER, ALBERT							
<small>STREET ADDRESS</small>	7600 ESTERO BLVD							
<small>CITY-STATE-ZIP</small>	FT. MYERS, FL 33931							
<small>TITLE</small>	S							
<small>NAME</small>	NEISHLOSS, RON							
<small>STREET ADDRESS</small>	7600 ESTERO BLVD							
<small>CITY-STATE-ZIP</small>	FT. MYERS, FL 33931							
<small>TITLE</small>	D							
<small>NAME</small>	GARRETT, RICHARD							
<small>STREET ADDRESS</small>	7600 ESTERO BLVD							
<small>CITY-STATE-ZIP</small>	FT. MYERS, FL 33931							
<small>TITLE</small>	P							
<small>NAME</small>	O'CONNOR, EDWARD							
<small>STREET ADDRESS</small>	7600 ESTERO BLVD							
<small>CITY-STATE-ZIP</small>	FT. MYERS, FL 33931							
<small>TITLE</small>	T							
<small>NAME</small>	ANDRES, THOMAS							
<small>STREET ADDRESS</small>	7600 ESTERO BLVD							
<small>CITY-STATE-ZIP</small>	FT. MYERS, FL 33931							
<div style="text-align: right; margin-top: 20px;">UD00000363047 05/05/05-80142-014 61.25</div> <div style="text-align: center; margin-top: 20px;">DO NOT WRITE IN THIS SPACE</div>								
<small>12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.</small>								
<table border="0" style="width: 100%;"><tr><td style="width: 60%;">SIGNATURE: </td><td style="width: 20%;"><small>Date</small></td><td style="width: 20%;"><small>Daytime Phone #</small></td></tr><tr><td colspan="3"><small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small></td></tr></table>			SIGNATURE: 	<small>Date</small>	<small>Daytime Phone #</small>	<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>		
SIGNATURE: 	<small>Date</small>	<small>Daytime Phone #</small>						
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>								