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Feb 27 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # 750580 (3)

1. Corporation Name

THE PONDS OF TARPON WOODS, INC.



Principal Place of Business

Mailing Address

800 TARPON WOODS BLVD.
STE. F-1
PALM HARBOR FL 34685
US

800 TARPON WOODS BLVD.
STE. F-1
PALM HARBOR FL 34685-2000
US

3. Date Incorporated or Qualified
01/11/1980

3a. Date of Last Report
07/26/1996

2. Principal Place of Business

2a. Mailing Address

4. FEI Number
59-1962396

Applied For
Not Applicable

21 Suite, Apt #, etc.

26 Suite, Apt #, etc.

5. Certificate of Status Desired

\$8.75 Additional Fee Required

22 City & State

27 City & State

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

23 Zip

Country

28 Zip

Country

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

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9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

JIM NOBLES MANAGEMENT, INC.
800 TARPON WOODS BLVD.
STE. F-1
PALM HARBOR FL 34685

81 Name

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

83

84 City

FL

85 Zip Code

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

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE DELETE
NAME SD
STREET ADDRESS CHASE, MEL
CITY - ST - ZIP 20 CAMELIA CT.
OLDSMAR FL 34677

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

TITLE DELETE
NAME TD
STREET ADDRESS CZAJKA, JOHN
CITY - ST - ZIP 5873 CLIFF CT
WILLOUGHBY OH

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

TITLE DELETE
NAME VPD
STREET ADDRESS WITSKEN, EUGENE
CITY - ST - ZIP 6844 VAN GORDON RD
HAMILTON OH

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

TITLE DELETE
NAME PD
STREET ADDRESS TROMETER, KENNETH J
CITY - ST - ZIP 8287 VERNON CIRCLE
WILLIAMSVILLE NY

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

TITLE DELETE
NAME VPD
STREET ADDRESS SEGRUE, KEITH
CITY - ST - ZIP 1400 TARPON WOODS BLVD. B-2
PALM HARBOR FL 34685

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

TITLE DELETE
NAME
STREET ADDRESS
CITY - ST - ZIP

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

14. I do 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: *[Handwritten Signature]* NEOKWES et al J. Trometer 2/27/97 813-789-9244

CR2E037 (9/96)