2007 NOT-FOR-PROFIT CORPORATION REINSTATEMENT

DOCUMENT#753925

FILED Oct 05, 2007 Secretary of State

Entity Name: SPRUCE CREEK GOLF VILLAS, INC.

Current Principal Place of Business:	New Principal Place of Business:

GOLDEN RD/SEA GRAPE/ CLEMONTS
SILVER FARM/ JASMINE/ AIMROSE
DAYTONA BCH, FL 32128 US
GOLDEN ROD/SEA GRAPE/ CLEMATIS
SILVER FERN/ JASMINE/ PRIMROSE
PORT ORANGE, FL 32128 US

Current Mailing Address: New Mailing Address:

3511 S. PENINSULA DR 4168 S ATLANTIC AVENUE

PORT ORANGE, FL 32127 US NEW SMYRNA BEACH, FL 32169 US

FEI Number: 59-2313755 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

BECKER, LYNN C SURFCOAST REALTY, INC. 3511 S PENINSULA DR 4168 S ATLANTIC AVENUE

PORT ORANGE, FL 32127 US NEW SMYRNA BEACH, FL 32169 US

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.

SIGNATURE: ROBERT DEL ROSE 10/05/2007

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Fitle: TD () Delete Title: () Change () Addition

 Name:
 FUDGE, JOHN
 Name:

 Address:
 2582 JASMINE RD
 Address:

 City-St-Zip:
 PORT ORANGE, FL 32128
 City-St-Zip:

Title: PD () Delete Title: () Change () Addition

 Name:
 SCHMIDT, BEVERLY
 Name:

 Address:
 2570 JASMINE RD.
 Address:

 City-St-Zip:
 PORT ORANGE, FL 32128
 City-St-Zip:

Title: D () Delete Title: D (X) Change () Addition Name: BARTON, DAVE Name: BARTON, PAM

 Address:
 2578 JASMINE RD
 Address:
 2578 JASMINE RD

 City-St-Zip:
 PORT ORANGE, FL 32128
 City-St-Zip:
 PORT ORANGE, FL 32128

Title: SD () Delete Title: SD (X) Change () Addition

 Name:
 FUDGE, JUDY
 Name:
 BENHAM, WILLIAM

 Address:
 2582 JASMINE RD
 Address:
 1907 GOLDEN ROD WAY

 City-St-Zip:
 DAYTONA BCH, FL 32128
 City-St-Zip:
 PORT ORANGE, FL 32128

Title: D () Delete Title: T (X) Change () Addition

 Name:
 TURNER, TONYA
 Name:
 CARTER, GREGORY L

 Address:
 147 LAZY EIGHT DR
 Address:
 2592 JASMINE ROAD

 City-St-Zip:
 PORT ORANGE, FL 32128
 City-St-Zip:
 PORT ORANGE, FL 32128

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: GREGORY L. CARTER T 10/05/2007