2008 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# 753925

FILED Apr 30, 2008 Secretary of State

Entity Name: SPRUCE CREEK GOLF VILLAS, INC.

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

GOLDEN ROD/SEA GRAPE/ CLEMATIS SILVER FERN/ JASMINE/ PRIMROSE PORT ORANGE, FL 32128 US

Current Mailing Address: New Mailing Address:

4168 S ATLANTIC AVENUE

NEW SMYRNA BEACH, FL 32169 US

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

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

SURFCOAST REALTY, INC. 4168 S ATLANTIC AVENUE

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:

Electronic Signature of Registered Agent

Date

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: TD () Delete Title: PD (X) Change () Addition Name: FUDGE, JOHN Name: FUDGE, JOHN Address: 2582 JASMINE RD Address: 2582 JASMINE RD

 Address:
 2582 JASMINE RD
 Address:
 2582 JASMINE RD

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

Title: PD () Delete Title: D (X) Change () Addition Name: SCHMIDT, BEVERLY Name: FIUMARA, MICHAEL

 Address:
 2570 JASMINE RD.
 Address:
 1894 SILVER FERN DRIVE

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

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

 Name:
 BARTON, PAM
 Name:
 SCHNACK, LEON

 Address:
 2578 JASMINE RD
 Address:
 1893 SEA GRAPE WAY

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

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

 Name:
 BENHAM, WILLIAM
 Name:
 CARTER, GREGORY L

 Address:
 1907 GOLDEN ROD WAY
 Address:
 2592 JASMINE ROAD

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

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

 Name:
 CARTER, GREGORY L
 Name:

 Address:
 2592 JASMINE ROAD
 Address:

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

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: JOHN FUDGE PD 04/30/2008