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Jan 31 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 # 754743 (3)
1. Corporation Name
BUTTONWOOD COVE CONDOMINIUM ASSOCIATION, INC.



Principal Place of Business Mailing Address
3540 GULF OF MEXICO DR LONGBOAT KEY FL 34228
3540 GULF OF MEXICO DR LONGBOAT KEY FL 34228-2844

3. Date Incorporated or Qualified 10/20/1980
3a. Date of Last Report 04/22/1996
4. FEI Number 59-2169171 Applied For Not Applicable
5. Certificate of Status Desired \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip Country 28 Zip Country
24 25 29 30

9. Name and Address of Current Registered Agent
BECKER & POLIAKOFF, P.A.
630 S. ORANGE AVE.
SARASOTA FL 34236

10. Name and Address of New Registered Agent
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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS
TITLE NAME STREET ADDRESS CITY-ST-ZIP
PD ROBBINS, ROBERT 3630 GULF OF MEXICO DR LONGBOAT KEY FL DELETE
DT OKUN, PHILIP 35009 GULF OF MEXICO DR LONGBOAT KEY FL DELETE
D OLARUSSO, JOS C 3880 GULF OF MEXICO DR LONGBOAT KEY FL DELETE
DS GUNTHER, HERBERT 3630 GULF OF MEXICO DR LONGBOAT KEY FL DELETE
D SHAPIRO, DAVID 3880 GULF OF MEXICO DR LONGBOAT KEY FL DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE PD
1.2 NAME MARTHA E. MACALLISTER
1.3 STREET ADDRESS 3540 GULF OF MEXICO DR
1.4 CITY-ST-ZIP LONGBOAT KEY FL Change Addition
2.1 TITLE VPD
2.2 NAME
2.3 STREET ADDRESS 3500 GULF OF MEXICO DR
2.4 CITY-ST-ZIP Change Addition
3.1 TITLE
3.2 NAME COLARUSSO, JOS. O. Change Addition
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP
4.1 TITLE DT
4.2 NAME THOMAS W. JONES JR.
4.3 STREET ADDRESS 3630 GULF OF MEXICO DR
4.4 CITY-ST-ZIP LONGBOAT KEY FL Change Addition
5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP
6.1 TITLE DS
6.2 NAME MARCIA C. MOTT
6.3 STREET ADDRESS 3540 GULF OF MEXICO DR
6.4 CITY-ST-ZIP LONGBOAT KEY FL Change Addition

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: *Thomas W. Jones Jr.* REQUIRED 1/19/97 941-883-5743
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0062590

CR2E037 (9/96)