

FILE NOW: FILING FEE IS \$61.25

FILED

Apr 20 1998 8:00am  
Secretary of State

|                                                          |                                                                                   |                                                                                                           |
|----------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|
| NONPROFIT<br>CORPORATION<br>ANNUAL REPORT<br><b>1998</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|----------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|

DOCUMENT # **766816** (3)  
1. Corporation Name  
**THE HUNDRED CLUB OF THE PALM BEACHES, INC.**

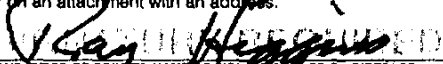


|                                                                                                                             |  |                                                                                                                                                                 |  |                                                                                                                       |  |
|-----------------------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------|--|
| Principal Place of Business<br><b>3037 HAVERHILL ROAD<br/>WEST PALM BEACH FL 33417-2849<br/>US</b>                          |  | Mailing Address<br><b>3037 HAVERHILL ROAD<br/>WEST PALM BEACH FL 33417-2849<br/>US</b>                                                                          |  | 3. Date Incorporated or Qualified<br><b>02/02/1983</b>                                                                |  |
| 2. Principal Place of Business<br><b>21</b>                                                                                 |  | 2a. Mailing Address<br><b>26</b>                                                                                                                                |  | 4. FEI Number<br><b>59-2261789</b>                                                                                    |  |
| Suite, Apt. #, etc.<br><b>22</b>                                                                                            |  | Suite, Apt. #, etc.<br><b>27</b>                                                                                                                                |  | Applied For<br>Not Applicable                                                                                         |  |
| City & State<br><b>23</b>                                                                                                   |  | City & State<br><b>28</b>                                                                                                                                       |  | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                       |  |
| Zip<br><b>24</b>                                                                                                            |  | Country<br><b>25</b>                                                                                                                                            |  | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b> |  |
| 7. Is this nonprofit corporation a homeowners association?<br><input type="checkbox"/> Yes <input type="checkbox"/> No      |  | 8. This corporation owes or has paid the current year Intangible<br>Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No |  |                                                                                                                       |  |
| 9. Name and Address of Current Registered Agent<br><b>HIGGINS, RAY<br/>3037 HAVERHILL ROAD<br/>WEST PALM BEACH FL 33417</b> |  |                                                                                                                                                                 |  | 10. Name and Address of New Registered Agent                                                                          |  |
| <b>81</b> Name                                                                                                              |  |                                                                                                                                                                 |  |                                                                                                                       |  |
| <b>82</b> Street Address (P.O. Box Number is Not Acceptable)                                                                |  |                                                                                                                                                                 |  |                                                                                                                       |  |
| <b>83</b>                                                                                                                   |  |                                                                                                                                                                 |  |                                                                                                                       |  |
| <b>84</b> City                                                                                                              |  |                                                                                                                                                                 |  | <b>85</b> 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 relistating) |  | DATE |  |                                                       |  |  |  |                                                                   |  |  |  |
| 12. OFFICERS AND DIRECTORS |  |                                                                               |  |                                                              |  |      |  | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |  |  |  |                                                                   |  |  |  |
| TITLE                      |  |                                                                               |  | PD                                                           |  |      |  | 1.1 TITLE                                             |  |  |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition |  |  |  |
| NAME                       |  |                                                                               |  | HIGGINS, RAY                                                 |  |      |  | 1.2 NAME                                              |  |  |  |                                                                   |  |  |  |
| STREET ADDRESS             |  |                                                                               |  | 3037 HAVERHILL ROAD                                          |  |      |  | 1.3 STREET ADDRESS                                    |  |  |  |                                                                   |  |  |  |
| CITY-ST-ZIP                |  |                                                                               |  | WEST PALM BEACH FL                                           |  |      |  | 1.4 CITY-ST-ZIP                                       |  |  |  |                                                                   |  |  |  |
| TITLE                      |  |                                                                               |  | VD                                                           |  |      |  | 2.1 TITLE                                             |  |  |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition |  |  |  |
| NAME                       |  |                                                                               |  | MILLER, JAMES F.                                             |  |      |  | 2.2 NAME                                              |  |  |  |                                                                   |  |  |  |
| STREET ADDRESS             |  |                                                                               |  | 425 PLANT TERRACE                                            |  |      |  | 2.3 STREET ADDRESS                                    |  |  |  |                                                                   |  |  |  |
| CITY-ST-ZIP                |  |                                                                               |  | WEST PALM BEACH FL                                           |  |      |  | 2.4 CITY-ST-ZIP                                       |  |  |  |                                                                   |  |  |  |
| TITLE                      |  |                                                                               |  | STD                                                          |  |      |  | 3.1 TITLE                                             |  |  |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition |  |  |  |
| NAME                       |  |                                                                               |  | HIGGINS, KATHLEEN                                            |  |      |  | 3.2 NAME                                              |  |  |  |                                                                   |  |  |  |
| STREET ADDRESS             |  |                                                                               |  | 3037 HAVERHILL ROAD                                          |  |      |  | 3.3 STREET ADDRESS                                    |  |  |  |                                                                   |  |  |  |
| CITY-ST-ZIP                |  |                                                                               |  | WEST PALM BEACH FL                                           |  |      |  | 3.4 CITY-ST-ZIP                                       |  |  |  |                                                                   |  |  |  |
| TITLE                      |  |                                                                               |  | D                                                            |  |      |  | 4.1 TITLE                                             |  |  |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition |  |  |  |
| NAME                       |  |                                                                               |  | JAMES, WILLIAM G                                             |  |      |  | 4.2 NAME                                              |  |  |  |                                                                   |  |  |  |
| STREET ADDRESS             |  |                                                                               |  | 4939 PINE TERRACE DRIVE                                      |  |      |  | 4.3 STREET ADDRESS                                    |  |  |  |                                                                   |  |  |  |
| CITY-ST-ZIP                |  |                                                                               |  | BOYNTON BEACH FL                                             |  |      |  | 4.4 CITY-ST-ZIP                                       |  |  |  |                                                                   |  |  |  |
| TITLE                      |  |                                                                               |  | D                                                            |  |      |  | 5.1 TITLE                                             |  |  |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition |  |  |  |
| NAME                       |  |                                                                               |  | HALL, WILLIAM J.                                             |  |      |  | 5.2 NAME                                              |  |  |  |                                                                   |  |  |  |
| STREET ADDRESS             |  |                                                                               |  | 1051 GRAND BAHAMA LANE                                       |  |      |  | 5.3 STREET ADDRESS                                    |  |  |  |                                                                   |  |  |  |
| CITY-ST-ZIP                |  |                                                                               |  | RIVERA BEACH FL                                              |  |      |  | 5.4 CITY-ST-ZIP                                       |  |  |  |                                                                   |  |  |  |
| TITLE                      |  |                                                                               |  |                                                              |  |      |  | 6.1 TITLE                                             |  |  |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition |  |  |  |
| NAME                       |  |                                                                               |  |                                                              |  |      |  | 6.2 NAME                                              |  |  |  |                                                                   |  |  |  |
| STREET ADDRESS             |  |                                                                               |  |                                                              |  |      |  | 6.3 STREET ADDRESS                                    |  |  |  |                                                                   |  |  |  |
| CITY-ST-ZIP                |  |                                                                               |  |                                                              |  |      |  | 6.4 CITY-ST-ZIP                                       |  |  |  |                                                                   |  |  |  |

14. I 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:  (561) 684-6400  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR  
Date: 4-7-98

CR2E037 (10/97)