FILE NOW: FILING FEE AFTER MAY 1ST IS $550.00

NON-PROFIT CORPORATION ANNUAL REPORT 1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED
99 APR 26 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # 768740 Amended

1. Corporation Name
Bal Harbour Club, Inc.

Principal Place of Business / Mailing Address
10201 Collins Avenue
Bal Harbour, FL 33154

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business: Same
2a. Mailing Address: Same

3. Date Incorporated or Qualified: 7/15/46
4. FEI Number: 59-0580020 [ ] Applied For [ ] Not Applicable
5. Certificate of Status Desired [X] $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution [ ] $5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax [ ] Yes [X] No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent
Name: Kristen Rosen
Street Address (P.O. Box Number is Not Acceptable): 10201 Collins Avenue
City: Bal Harbour FL Zip Code: 33154

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, 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 607.0505, Florida Statutes.

SIGNATURE Kristen Rosen (signature)

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P D	[X] DELETE	P T D	[X] Change [ ] Addition
NAME	William Beckham		Joseph Imbesi	
STREET ADDRESS			175 Camden Drive	
CITY-ST-ZIP			Bal Harbour, FL 33154	
TITLE	VP S D	[X] DELETE	VP S D	[X] Change [ ] Addition
NAME	Elaine Cooney		Orla Imbesi	
STREET ADDRESS			175 Camden Drive	
CITY-ST-ZIP			Bal Harbour, FL 33154	
TITLE	S D	[X] DELETE	D	[X] Change [ ] Addition
NAME	Pierre Grondin		Richard Stoker	
STREET ADDRESS			10205 Collins Avenue	
CITY-ST-ZIP			Bal Harbour, FL 33154	
TITLE	T D	[X] DELETE		[ ] Change [ ] Addition
NAME	Manuel Mosteiro			
STREET ADDRESS				
CITY-ST-ZIP				
TITLE		[ ] DELETE		[ ] Change [ ] Addition
NAME				
STREET ADDRESS				
CITY-ST-ZIP				
TITLE		[ ] DELETE		[ ] Change [ ] Addition
NAME				
STREET ADDRESS				
CITY-ST-ZIP				

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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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: (signature) Joseph Imbesi, President 4/23/99
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

(305) 866-1687