

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

FILED
Mar 16 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **F83483** (0)
1. Corporation Name
SANDCASTLE RESORT OF SANDESTIN, INC.



Principal Place of Business C/O ROBERT T KAMM 4000 SANDESTINE BLVD., S. DESTIN FL 32541 US	Mailing Address C/O ROBERT T KAMM 4000 SANDESTINE BLVD., S. DESTIN FL 32541 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 06/02/1982	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 62-1144364	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

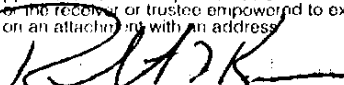
9. Name and Address of Current Registered Agent KAMM, ROBERT T 4000 SANDESTIN BLVD., S. DESTIN FL 32541		10. Name and Address of New Registered Agent	
		81	Name
		82	Street Address (P.O. Box Number is Not Acceptable)
		83	
		84	City
		85	Zip Code

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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ALIAS, FRED V	1.2 NAME	
STREET ADDRESS	3600 FREDERICA ROAD #10	1.3 STREET ADDRESS	
CITY-ST-ZIP	ST. SIMONS ISLAND GA	1.4 CITY-ST-ZIP	
TITLE	V	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FLAUTT, FRANK L JR	2.2 NAME	
STREET ADDRESS	8075 POPLAR AVE., #408	2.3 STREET ADDRESS	1000 Ridgeway Loop Road Suite 320
CITY-ST-ZIP	MEMPHIS TN 38119	2.4 CITY-ST-ZIP	Memphis TN 38120
TITLE	VP	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DONOGHUE, MIKE	3.2 NAME	
STREET ADDRESS	STARFFORD AVE.	3.3 STREET ADDRESS	1000 Ridgeway Loop Road Suite 320
CITY-ST-ZIP	FAIRFAX VA	3.4 CITY-ST-ZIP	Memphis TN 38120
TITLE	VPD	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	EARWOOD, BOB	4.2 NAME	
STREET ADDRESS	8075 POPLAR AVE., #408	4.3 STREET ADDRESS	1000 Ridgeway Loop Road Suite 320
CITY-ST-ZIP	MEMPHIS TN	4.4 CITY-ST-ZIP	Memphis TN 38120
TITLE	VP	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Robert T. Kamm	5.2 NAME	
STREET ADDRESS	1000 Ridgeway Loop Road	5.3 STREET ADDRESS	
CITY-ST-ZIP	Memphis TN 38120	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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:  Robert T. Kamm 3/11/98 901-681-9180

CR2E034 (10/97)