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

PROFIT CORPORATION ANNUAL REPORT



▲)EPARTMENT OF STATE Sakdra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

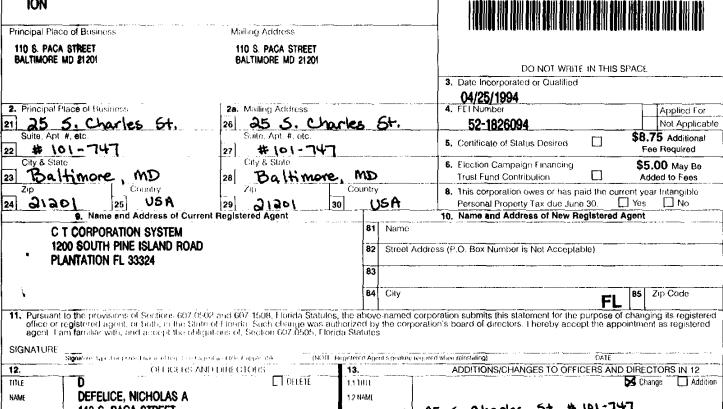
1998 DOCUMENT #

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CHESAPEAKE HOLDINGS FORT MYERS, LIMITED CORPORAT

Principal Place of Business Mailing Address 110 S. PACA STREET BALTIMORE MD 21201 110 S. PACA STREET BALTIMORE MD 21201

FILED Jun 23 1998 8:00am Secretary of State



STREET ADDRESS 6.3 STREET ADDRESS CITY-ST-ZIP 6.4 CITY - ST - 7IP

14. Thereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information supplies that the information stated on this annual report or supplemental agreed accurate and accurate any signature shall have the same legal effect as if made under eath; that I am a officer or director of the corporation or the recommendation of the recommendation o

SIGNATURE ;	Signature 3, pard or protect range of ten (1555 trapential) their diappin in the	(NOTE Hegestered Ageul's geatur	c respired when reinstation) DATE
12.	OFFICERS AND DIRECTORS	13.	ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE		DELETE 1.1 DULL	Change Addition
NAME	DEFELICE, NICHOLAS A	1.2 NAME	
STREET ADDRESS	110 S. PACA STREET	1.3 STREET ADDRESS	25 S. Charles St # 101-747
CITY-ST-ZIP	BALTIMORE MD 21201	1.4 CITY - ST - 7(P	
TIFLE	P	DELETE 21 TITLE	Change Addition
NAME	LAMBERT, GEORGE A.	2.2 NAME	A) I Share the second
STREET ADDRESS	110 S. PACA STREET	23 STREET ADDRESS	28 S. Charles St #101-747
CITY-ST-ZIP	BALTIMORE MD	2 4 C(1Y-S1-ZIP	
TITLE		DELETE 31 TOLE	Change Addition
NAME	CHAUNCEY, BROOKS III	3.2 NAME	the state of the s
STREET ADDRESS	110 S. PACA STREET	3.3 STREET ADDRESS	25 6. Charles St # 101-747
CITY-S1-ZIP	BALTIMORE MD	3.4. CITY-ST-ZIP	
TITLE	V	DELETE 4.1 TITLE	Change Addition
NAME	KALIS, MICHAEL M	4. 2 NAME	C. 10 101-71-7
STREET ADDRESS	110 S. PACA STREET	4.3 STREET ADDRESS	25 5. Charles 6t. # 101-747
CITY - ST - ZIP	BALTIMORE MD 21201	4 4 CHTY - ST - ZIP	
TITLE	VAS	ELETE 51 THUE	Change Addition
NAME	MATHEWS, LOUISE P. JR.	5.2 NAME	44 44 44 44
STREET ADDRESS	110 S. PACA STREET	5.3 STREET ADDRESS	25 S. Charles St. #101-747
CITY-ST-ZIP	BALTIMORE MD	5 4 CHY - S1 - ZIP	
TITLE		ELETE 61 TITLE	Change Addition
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CHESAPEARE HOLDING COMPANIES

Mail Code: 101-747 25 South Charles Street Baltimore, MD 21201 (410) 545-2443 FAX (410) 545-2385

June 12, 1998

Division of Corporations Annual Reports Filings PO Box 1500 Tallahassee, FL 32302-1500

Re: Chesapeake Holdings Fort Myers

Dear Sirs:

Enclosed, please find our check for \$150.00 as payment for the 1998 Annual Report Filing. Due to the fact the report had been mailed to the wrong address we request a waiver of the late filing fee. I spoke with Carol in your office and she stated this fee would be waived.

If you have any questions regarding this matter please contact me directly at 410-545-2427.

Sincerely,

Herbert H. Schoenberg III Assistant Vice President