

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

98 NOV -9 PM 12:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F95000000905 (8)

1. Corporation Name
RESORTHILL, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business C/O GARY CHENSOFF 3600 THREE FIRST NATIONAL PLAZA CHICAGO IL 60602		Mailing Address C/O GARY CHENSOFF 3600 THREE FIRST NATIONAL PLAZA CHICAGO IL 60602	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	
3. Date Incorporated or Qualified 02/23/1995		4. FEI Number 36-4005260	
5. Certificate of Status Desired 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.		Applied For Not Applicable \$8.75 Additional Fee Required \$5.00 May Be Added to Fees Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent 81 Name American Information Services, Inc. 82 Street Address (P.O. Box Number is Not Acceptable) c/o Akerman, Senterfitt & Eidson, P.A. 83 One S.E. Third Avenue, 28th Floor 84 City Miami 85 Zip Code FL 33131	
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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 Jahon Islami, Vice President DATE 9/25/98
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PSDT- CHENSOFF, GARY 3600 THREE FIRST NATIONAL PLAZA CHICAGO IL 60602	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	VD William M. Pierce 1765 West Eagle Trace Blvd. Coral Springs, FL 33071
TITLE NAME STREET ADDRESS CITY-ST-ZIP		2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	S Richard L. Handley 617 Isle of Palms Ft. Lauderdale, FL 33301
TITLE NAME STREET ADDRESS CITY-ST-ZIP		3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	T Steven M. Dauria 6215 N.W. 30th Terrace Parkland, FL 33067
TITLE NAME STREET ADDRESS CITY-ST-ZIP		4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 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: SIGNATURE REQUIRED

CR2E034 (5/98)

AKERMAN, SENTERFITT & EIDSON, P.A.

ATTORNEYS AT LAW

SUNTRUST INTERNATIONAL CENTER
26TH FLOOR
ONE SOUTHEAST THIRD AVENUE
MIAMI, FLORIDA 33131-1714
(305) 374-5600
FACSIMILE (305) 374-5095

October 20, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 33214

Re: 1998 Annual Report for ResortHill, Inc. (the "Corporation")

Dear Sir or Madam:

On behalf of the Corporation, enclosed is a fully executed original of the referenced for filing with your office, along with the filing fee of \$150.00 made payable to the Florida Department of State. Please note that the Corporation never received the initial notice and preprinted annual report form from your department and, thus, requests that the \$400 late fee referenced in your second notice be waived. Please confirm with the undersigned that the enclosed has been accepted by your office as a valid filing.

Sincerely,

AKERMAN, SENTERFITT & EIDSON, P.A.


Jahan S. Islami

JSI/
Enclosure(s)

MIA-299327-1