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

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Jun 05 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT
1998

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

DOCUMENT # F96000006154 (6)

1. Corporation Name
Integrated Living Communities of St. Petersburg, Inc.

Principal Place of Business	Mailing Address
896 73rd Avenue N. St. Petersburg, FL 33702	5327 N. Sheridan Rd. Suite 100 Chicago, IL 60640

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 11/15/96

2. Principal Place of Business	2a. Mailing Address	4. FEI Number: 65-0717442	☐ Applied For ☐ Not Applicable
21	26 5327 N. Sheridan Rd.		
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27 100	5. Certificate of Status Desired ☒	**$8.75** Additional Fee Required
City & State 23	City & State 28 Chicago, IL	6. Election Campaign Financing Trust Fund Contribution ☐	**$5.00** May Be Added to Fees
Zip 24 / Country 25	Zip 29 60640 / Country 30 USA	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☒ Yes ☐ No	

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
C-T Corporation System 1200 South Pine Island Road Plantation, FL 33324	81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 000002550910 -06/08/98--01049--010 ***158.75 84 City FL 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 _____ DATE
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	D	☒ DELETE	1.1 TITLE	P/S /T	☐ Change ☒ Addition
NAME	Lisa Merritt		1.2 NAME	Daniel N. Neidich	
STREET ADDRESS	469 Carica Road		1.3 STREET ADDRESS	85 Broad Street	
CITY-ST-ZIP	Naples, FL 34108		1.4 CITY-ST-ZIP	New York, NY 10004	
TITLE	COB	☒ DELETE	2.1 TITLE	V/S /T	☐ Change ☒ Addition
NAME	Kayda A. Johnson		2.2 NAME	Michael K. Klingher	
STREET ADDRESS	7460 Avenida De Palais		2.3 STREET ADDRESS	85 Broad Street	
CITY-ST-ZIP	Carlsbad, CA 92009		2.4 CITY-ST-ZIP	New York, NY 10004	
TITLE	CFO T	☒ DELETE	3.1 TITLE	V/S /SC	☐ Change ☒ Addition
NAME	John B. Poole		3.2 NAME	Stephen Levy	
STREET ADDRESS	12190 Wellesely Court		3.3 STREET ADDRESS	5327 North Sheridan Road, Suite 100	
CITY-ST-ZIP	Fort Myers, FL 33913		3.4 CITY-ST-ZIP	Chicago, IL 60640	
TITLE	S	☒ DELETE	4.1 TITLE	V/S/T	☐ Change ☒ Addition
NAME	Geralyn Kidera		4.2 NAME	Elizabeth A. O'Brien	
STREET ADDRESS	12733 Devonshire Lake Circle		4.3 STREET ADDRESS	85 Broad Street	
CITY-ST-ZIP	Fort Myers, FL 33913		4.4 CITY-ST-ZIP	New York, NY 10004	
TITLE		☐ DELETE	5.1 TITLE	D/V	☐ Change ☒ Addition
NAME			5.2 NAME	Stuart M. Rothenberg	
STREET ADDRESS			5.3 STREET ADDRESS	85 Broad Street	
CITY-ST-ZIP			5.4 CITY-ST-ZIP	New York, NY 10004	
TITLE		☐ DELETE	6.1 TITLE	V/S	☐ Change ☒ Addition
NAME			6.2 NAME	William B. Kaplan	
STREET ADDRESS			6.3 STREET ADDRESS	5327 North Sheridan Road, Suite 100	
CITY-ST-ZIP			6.4 CITY-ST-ZIP	Chicago, IL 60640	

JV 4/5.

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: Stuart M. Rothenberg Vice President 5/26/98 (773) 878-6333