

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

FILED
May 14 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 # F96000006718 (8)

1. Corporation Name

HRE COUNTRYSIDE, INC.

Principal Place of Business

950 EAST PACES FERRY RD., SUITE 2275
ATLANTA GA 30326

Mailing Address

950 EAST PACES FERRY RD., SUITE 2275
ATLANTA GA 30326



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/23/1996	
21		26		4. FEI Number 58-2276535	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		Applied For Not Applicable	
22		27		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23		28		7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
24	Zip	25	Country	29	30
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525				81 Name	
				82 Street Address (P.O. Box Number is Not Acceptable)	
				83	
				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

Signature: Typed or printed name of registered agent and title if applicable

(NOTE - Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GOLDEN, DAVID S	1.2 NAME	
STREET ADDRESS	950 EAST PACES FERRY RD, SUITE 2275	1.3 STREET ADDRESS	
CITY - ST - ZIP	ATLANTA GA 30326	1.4 CITY - ST - ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CONLEE, CECIL D	2.2 NAME	
STREET ADDRESS	950 EAST PACES FERRY RD, SUITE 2275	2.3 STREET ADDRESS	
CITY - ST - ZIP	ATLANTA GA 30326	2.4 CITY - ST - ZIP	
TITLE	V	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARI, SHARON E	3.2 NAME	
STREET ADDRESS	950 EAST PACES FERRY RD, SUITE 2275	3.3 STREET ADDRESS	
CITY - ST - ZIP	ATLANTA GA	3.4 CITY - ST - ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BORG, LEONARD E JR	4.2 NAME	
STREET ADDRESS	950 EAST PACES FERRY RD, SUITE 2275	4.3 STREET ADDRESS	
CITY - ST - ZIP	ATLANTA GA 30326	4.4 CITY - ST - ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GILOMEN, DALE R	5.2 NAME	
STREET ADDRESS	950 EAST PACES FERRY RD, SUITE 2275	5.3 STREET ADDRESS	
CITY - ST - ZIP	ATLANTA GA 30326	5.4 CITY - ST - ZIP	
TITLE	V	6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	HEYSE, THOMAS F	6.2 NAME	
STREET ADDRESS	950 EAST PACES FERRY RD, SUITE 2275	6.3 STREET ADDRESS	
CITY - ST - ZIP	ATLANTA GA 30326	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:

William A Breach

William J. Breach 1/26/98

404/266-1m2

CR2E034 (10/97)