FILED Feb 24, 1999 8:00 am

Secretary of State

02-24-1999 90133 036 ***150.00

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

Mailing Address

PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # F98000002477

1. Corporation Name

Principal Place of Business

BLUEGREEN RESORTS HOLDING CORPORATION (TENN)

5295 TOWN CENTER RD., STE. 400 5295 TOWN CENTER RD. BOCA RATON FL 33486 BOCA RATON FL 33486				. 400									
						L				E IN THIS	SPACE		
							3. Date Inco	orporated or 0 1998	Jualited				
2. Principal Pl	ddress				4. FEI Num	۲ ۸۵	0/400	_ A	pplied For				
4960	Blue Lake Drive	26 4960	Blue	Lake	\mathtt{Dr}	ive	APPLIE	D FOR 6	<u>5708</u>	36485) N	lot Applicable	
Suite, Apt.	#, etc.	Suite, Apt.	#, etc.				E Cortifoate	of Status De	seirad			Additional	
22	27	7				5. Certificate	OI Glatos De		<u></u>	Fee R	Required		
City & Stat		City & State Boca Raton, FL					6., Election Campaign Financing \$5.00 May Be						
23			Raton				Trust Fur	d Contributio	n		Added	to Fees	
Zip Country Zip			````				8. This corporation owes the current year Intangible						
24 3343		29 3343		<u> </u>				Property Tax			X Yes	□No	
	9. Name and Address of Current	Registered Agen	ıt				10. Name ar	d Address o	New K	egistered A	\gent		
000	DODATION CEDVICE COMPANY			8	Nan	ie							
CORPORATION SERVICE COMPANY					2 Stre	et Address (P.O. Box Number is Not Acceptable)							
	HAYS STREET												
IALL	AHASSEE FL 32301-2525			8	3								
				8	City					FL	85 Zip	Code	
					1							e registered	
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												
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Register						re required wh		IS/CHANGES	TO 055	DATE	D DIRECT	OPS IN 12	
12.			DELETE	13.			ADDITION	IS/CHANGES	S TO OFF		XXChange		
TITLE	CPS	L	DEFEIF										
NAME	RONDEAU, PATRICK E	400		1.2 NAME			Λ	a Talea	Desi				
STREET ADDRESS	5295 TOWN CENTER RD., STE.	400			ET ADDRE			e Lake on, FL					
CITY-ST-ZIP	BOCA RATON FL 33486		DELETÉ	1.4 CITY- 2.1 TITLE	ST-ZIP	1000	a Nacy	JII, 1 L			Change	Addition	
TITLE	C	Ų	DECE ! C								V-3/9-		
NAME	GRAY, L. NICOLAS	400		2.2 NAME			0 51	- T -1	D				
STREET ADDRESS	5295 TOWN CENTER RD., STE.	400			ET ADDRE	SS 496	o Bate	e Lake on, FL	334	ve 31			
CITY-ST-ZIP	BOCA RATON FL 33486		DELETE	2. 4 CITY		1000	· · · ·	JII, 1 B	331		Change	Addition	
TITLE	DAS	Ц	DELETE	3.1 TITLE			-				A-X		
NAME	FERGUSON, DANNY L	400		3.2 NAME									
STREET ADDRESS	5295 TOWN CENTER RD., STE.	400			ET ADDRE	1 4 2 0	0 Blue	e Lake	Dri	ve			
CITY-ST-ZIP	BOCA RATON FL 33486		DELETE	3.4. CITY- 4.1 TITLE		ROC	a Rac	on, FL	334	31	Change	Addition	
TITLE	V	Ц	DELETE								A-X		
NAME	HERZ, ALLAN J	400		4. 2 NAMI		406	Λ pl	a taka	Dri	370			
STREET ADDRESS	5295 TOWN CENTER RD., STE.	400		L	ET ADDRE	∞ 496 RO0	A Bata	e Lake on, FL	3373	1			
CITY-ST-ZIP	BOCA RATON FL 33486	· · · · · · · · · · · · · · · · · · ·	DELETE	4.4 CITY- 5.1 TITLE		1000		··· , · · · ·			Change	Addition	
TITLE	T	ب	DELETE	5.1 IIILE				,			^		
NAME	FITZGERALD, DENNIS F	400			ET ADDRE	ss / 0 6	(A Blue	e Lake	Dri	Ve			
STREET ADDRESS	5295 TOWN CENTER RD., STE.	400		5.4 CITY-		1 1 0		on"EF					
CITY-ST-ZIP	BOCA RATON FL 33486		DELETE	6.1 TITLE		1200				<u> </u>	Change	Addition	
TITLE		L	DELL'E	6.2 NAME									
INAMP I				J		1							

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 prostee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13tif changed or on an adaction with an address, with all other like empowered.

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

SIGNATURE:

STREET ADDRESS

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/7/99

(561).912=8005