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

PROFIT CORPORATION ANNUAL REPORT

1998

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

FILED
98 APR 22 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # H32549 (8)

1. Corporation Name
CAREFREE COVE DEVELOPMENT CORPORATION

Principal Place of Business	Mailing Address
~~6400 CONGRESS AVE~~ ~~SUITE #2000~~ ~~BOCA RATON FL 33487-2810~~	~~6400 CONGRESS AVE~~ ~~SUITE #2000~~ ~~BOCA RATON FL 33487-2810~~

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 12/04/1984

2. Principal Place of Business	2a. Mailing Address
21 717 N. Harwood	26 717 N. Harwood
Suite, Apt. #, etc.: 22 1200	Suite, Apt. #, etc.: 27 1200
City & State: 23 Dallas TX	City & State: 28 Dallas TX
Zip: 24 75201 Country: 25 USA	Zip: 29 75201 Country: 30 USA

4. FEI Number: 59-2483328 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

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
~~FISH, DEBORAH L~~ ~~6400 CONGRESS AVENUE, SUITE 2000~~ ~~BOCA RATON FL 33487~~	81 Name: Corporation Service Company 82 Street Address (P.O. Box Number is Not Acceptable): 1201 Hays Street 83 84 City: Tallahassee FL 85 Zip Code: 32301

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: Deborah B. Fish 4-22-98
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	VD	☒ DELETE	1.1 TITLE	PD	☒ Change ☐ Addition
NAME	TERWILLIGER, J. RONALD		1.2 NAME	Terwilliger, J. Ronald	
STREET ADDRESS	2859 PACES FERRY		1.3 STREET ADDRESS	2859 Paces Ferry	
CITY-ST-ZIP	ATLANTA GA		1.4 CITY-ST-ZIP	Atlanta GA	
TITLE	PD	☒ DELETE	2.1 TITLE	AS	☐ Change ☒ Addition
NAME	WHEELER, CHRIS		2.2 NAME	Steinhardt, Shari	
STREET ADDRESS	6400 CONGRESS AVE		2.3 STREET ADDRESS	6400 Congress Ave	
CITY-ST-ZIP	BOCA RATOM FL		2.4 CITY-ST-ZIP	Boca Raton, FL 33487	
TITLE	DV	☐ DELETE	3.1 TITLE		☐ Change ☐ Addition
NAME	CROW,HARLAN		3.2 NAME		
STREET ADDRESS	2001 ROSS AVE., #3500		3.3 STREET ADDRESS	100002490031---2	
CITY-ST-ZIP	DALLAS TX		3.4 CITY-ST-ZIP	-04/24/98--01007--016	
TITLE	VST	☒ DELETE	4.1 TITLE	****150.00	☐ Change ☐ Addition
NAME	BRYANT, BRAD		4.2 NAME		
STREET ADDRESS	6400 CONGRESS AVE		4.3 STREET ADDRESS		
CITY-ST-ZIP	BOCA RATON FL		4.4 CITY-ST-ZIP		
TITLE	AS	☐ DELETE	5.1 TITLE		☐ Change ☐ Addition
NAME	FISH, DEBORAH		5.2 NAME		
STREET ADDRESS	6400 CONGRESS		5.3 STREET ADDRESS		
CITY-ST-ZIP	BOCA RATON FL		5.4 CITY-ST-ZIP		
TITLE	VP	☒ DELETE	6.1 TITLE		☐ Change ☐ Addition
NAME	IGLEHART, GREG		6.2 NAME		
STREET ADDRESS	6400 CONGRESS AVE		6.3 STREET ADDRESS		
CITY-ST-ZIP	BOCA RATON FL		6.4 CITY-ST-ZIP		

CR2E034 (10/97)

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: [illegible] 4/22/98