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FILED  
May 19 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 # J63466 (3)  
1. Corporation Name  
T.H. RESORTS, INC.



Principal Place of Business  
C/O TOLLMAN-HUNDLEY HOTELS  
1886 ROUTE 2  
HOPEWELL JUNCTION NY 12533

Mailing Address  
C/O TOLLMAN-HUNDLEY HOTELS  
1886 ROUTE 2  
HOPEWELL JUNCTION NY 12533

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/24/1987	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 59-1783240		Applied For Not Applicable	
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country	29 Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No			
9. Name and Address of Current Registered Agent PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYES STREET SUITE 105 TALLAHASSEE FL 32301				10. Name and Address of New Registered Agent	
				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	DC	1.1 TITLE	DIRECTOR
NAME	TOLLMAN, STANLEY S.	1.2 NAME	KENDZERA, CRAIG
STREET ADDRESS	1886 ROUTE 52	1.3 STREET ADDRESS	1886 ROUTE 52
CITY-ST-ZIP	HOPEWELL JUNCTION NY 12533	1.4 CITY-ST-ZIP	HOPEWELL JUNCTION, NY 12533
TITLE	DP	2.1 TITLE	
NAME	HUNDLEY, MONTY D.	2.2 NAME	
STREET ADDRESS	1886 ROUTE 52	2.3 STREET ADDRESS	
CITY-ST-ZIP	HOPEWELL JUNCTION NY 12533	2.4 CITY-ST-ZIP	
TITLE	DVS	3.1 TITLE	
NAME	FREEDMAN, SANFORD	3.2 NAME	
STREET ADDRESS	1886 ROUTE 52	3.3 STREET ADDRESS	
CITY-ST-ZIP	HOPEWELL JUNCTION NY 12533	3.4 CITY-ST-ZIP	
TITLE	DVP	4.1 TITLE	
NAME	TOLLMAN, BRETT G	4.2 NAME	
STREET ADDRESS	1886 ROUTE 52	4.3 STREET ADDRESS	
CITY-ST-ZIP	HOPEWELL JUNCTION NY 12533	4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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

B. B. M. BRETT G. MUNDY 6/14/98 6/14/98 2002

CR2E034 (10/97)