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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **L14452**

1. Corporation Name
INDIAN PINES II, INC.

Principal Place of Business

**C/O JOHN M. CURTIS
11635 N.W. 1ST AVENUE
GAINESVILLE FL 32607**

Mailing Address

**C/O JOHN M. CURTIS
11635 N.W. 1ST AVENUE
GAINESVILLE FL 32607**

2. Principal Place of Business

21	Suite, Apt. #, etc.
22	City & State
23	Zip
24	Country

2a. Mailing Address

26	Suite, Apt. #, etc.
27	City & State
28	Zip
29	Country

9. Name and Address of Current Registered Agent

**CURTIS, JOHN M
11635 N.W. 1ST AVENUE
GAINESVILLE FL 32607**

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
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 block applicable

(NOTE: Registered Agent's name is required when filing this report)

DATE

12. OFFICERS AND DIRECTORS

TITLE	PTD	[] DELETE
NAME	CURTIS, JOHN M.	
STREET ADDRESS	11635 N.W. 1ST AVE.	
CITY-STATE-ZIP	GAINESVILLE FL	
TITLE	VD	[] DELETE
NAME	CURTIS, GAIL W.	
STREET ADDRESS	11635 N.W. 1ST AVE.	
CITY-STATE-ZIP	GAINESVILLE FL	
TITLE	VD	[] DELETE
NAME	HODOR, HOWARD	
STREET ADDRESS	502 N.W. 75TH ST. #356	
CITY-STATE-ZIP	GAINESVILLE FL	
TITLE	S	[] DELETE
NAME	BERMAN, WALTER	
STREET ADDRESS	2603 S.E. 17TH ST., SUITE B	
CITY-STATE-ZIP	OCALA FL 32671	
TITLE		[] DELETE
NAME		
STREET ADDRESS		
CITY-STATE-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	[] Change [] Addition
12 NAME	
13 STREET ADDRESS	
14 CITY-STATE-ZIP	
21 TITLE	
22 NAME	
23 STREET ADDRESS	
24 CITY-STATE-ZIP	
31 TITLE	[] Change [] Addition
32 NAME	
33 STREET ADDRESS	
34 CITY-STATE-ZIP	
41 TITLE	[] Change [] Addition
42 NAME	
43 STREET ADDRESS	
44 CITY-STATE-ZIP	
51 TITLE	[] Change [] Addition
52 NAME	
53 STREET ADDRESS	
54 CITY-STATE-ZIP	
61 TITLE	[] Change [] Addition
62 NAME	
63 STREET ADDRESS	
64 CITY-STATE-ZIP	

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4/12/99

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b) 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, with all other like empowered.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

John M. Curtis 03/29/99

352-332-0838

CR2E034 (*1/98)