

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # L90140 (9)
1. Corporation Name
COFTON LEISURE USA INC.

Principal Place of Business
SEA DUNES RESORT
5485 SOUTH A1A HWY
MELBOURNE BEACH FL 32951
US

Mailing Address
C/O DONALD R. ROSE
5485 SOUTH A1A HWY
MELBOURNE BEACH FL 32951

FILED
Aug 12 1998 8:00am
Secretary of State



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/30/1990	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-3036994	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent RICHARDS, ANDREW 5485 SOUTH A1A HWY. MELBOURNE BEACH FL 32951				10. Name and Address of New Registered Agent	
				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		(NOTE: Registered Agent signature required when reinstating)		DATE	
12. OFFICERS AND DIRECTORS					
TITLE	P	DELETE			
NAME	RICHARDS, ANDREW, ALAN				
STREET ADDRESS	5485 SOUTH A1A HWY				
CITY-ST-ZIP	MELBOURNE BEACH FL				
TITLE	D	DELETE			
NAME	RICHARDS, MARY, ROBERTA				
STREET ADDRESS	5485 SOUTH A1A HWY				
CITY-ST-ZIP	MELBOURNE BEACH FL				
TITLE		DELETE			
NAME					
STREET ADDRESS					
CITY-ST-ZIP					
TITLE		DELETE			
NAME					
STREET ADDRESS					
CITY-ST-ZIP					
TITLE		DELETE			
NAME					
STREET ADDRESS					
CITY-ST-ZIP					
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12					
1.1 TITLE		Change	Addition		
1.2 NAME					
1.3 STREET ADDRESS					
1.4 CITY-ST-ZIP					
2.1 TITLE		Change	Addition		
2.2 NAME					
2.3 STREET ADDRESS					
2.4 CITY-ST-ZIP					
3.1 TITLE		Change	Addition		
3.2 NAME					
3.3 STREET ADDRESS					
3.4 CITY-ST-ZIP					
4.1 TITLE		Change	Addition		
4.2 NAME					
4.3 STREET ADDRESS					
4.4 CITY-ST-ZIP					
5.1 TITLE		Change	Addition		
5.2 NAME					
5.3 STREET ADDRESS					
5.4 CITY-ST-ZIP					
6.1 TITLE		Change	Addition		
6.2 NAME					
6.3 STREET ADDRESS					
6.4 CITY-ST-ZIP					
100002616791					
-08/14/98--01005--046					
***150.00					

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: 7/31/98. 407 729 4338

CR2E034 (5/98)

SEA DUNES RESORT &
LOGGERHEADS NEST.
5485 S. A1A HWY.
MELBOURNE BEACH, FL 32951
(407) 729-4338

PLEASE NOTE THAT THIS CORPORATION
DID NOT RECEIVE THE 1ST NOTICE &
AS STATED BELOW THE LATE FEE IS
TO 'BE' WAIVED. \$550 - \$400 + \$150.

Thank You

Handwritten signature

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1998

COFTON LEISURE USA INC.
C/O DONALD R. ROSE
5485 SOUTH A1A HWY
MELBOURNE BEACH, FL 32951

SUBJECT: COFTON LEISURE USA INC.
Ref. Number: L90140

Thank you for your letter of July 2, 1998, which has been forwarded to me for response.

Your letter states that you never received the first notice annual report. Please send in the second notice you received with an explanation letter stating that you never received the first notice and we can waive the late fee for you.

TO AVOID THE \$400.00 LATE FEE, PLEASE RETURN THE CORRECTED REPORT TO THIS OFFICE WITHIN 30 DAYS OF THE DATE OF THIS LETTER.

If you have any questions concerning the filing of your document, please call (850) 487-6059.

Trevor Brumbley
Document Specialist

Letter Number: 598A00038073