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May 09 1997 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1997



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

DOCUMENT # M15227 (5)

1. Corporation Name  
AVALON VACATION WEEKS, INC.



Principal Place of Business

THE FORUM, STE. 1002  
1675 PALM BEACH LAKES BLVD.  
WEST PALM BEACH FL 33401  
US

Mailing Address

THE FORUM, STE. 1002  
1675 PALM BEACH LAKES BLVD.  
WEST PALM BEACH FL 33401-2122  
US

3. Date Incorporated or Qualified  
05/10/1985

3a. Date of Last Report  
05/01/1996

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

9. Name and Address of Current Registered Agent

ERBEY, JOHN R  
THE FORUM, STE. 1002  
1675 PALM BEACH LAKES BLVD.  
WEST PALM BEACH FL 33401

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

4. FEI Number

59-2553955

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 has liability for intangible tax under s. 199.032,  
Florida Statutes

Yes No

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

TITLE PD  
NAME ROBERTSON, JOHN T  
STREET ADDRESS 1675 PALM BEACH LAKES BLVD., STE.1002  
CITY-ST-ZIP WEST PALM BEACH FL 33401

TITLE D  
NAME ERBEY, WILLIAM C.  
STREET ADDRESS 1675 PALM BEACH LAKES BLVD., STE.1002  
CITY-ST-ZIP WEST PALM BEACH FL 33401

TITLE CCEO  
NAME BROWN, RORY A.  
STREET ADDRESS 1675 PALM BEACH LAKES BLVD., STE.1002  
CITY-ST-ZIP WEST PALM BEACH FL 33401

TITLE MDDS  
NAME ERBEY, JOHN R.  
STREET ADDRESS 1675 PALM BEACH LAKES BLVD., STE.1002  
CITY-ST-ZIP WEST PALM BEACH FL 33401

TITLE MDCF  
NAME REICH, CHRISTINE A.  
STREET ADDRESS 1675 PALM BEACH LAKES BLVD., STE.1002  
CITY-ST-ZIP WEST PALM BEACH FL 33401

TITLE SVAS  
NAME WILHOIT, STEPHEN C  
STREET ADDRESS 1675 PALM BEACH LAKES BLVD., STE.1002  
CITY-ST-ZIP WEST PALM BEACH FL 33401

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY-ST-ZIP

2.1 TITLE P CCEO  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY-ST-ZIP

3.1 TITLE  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY-ST-ZIP

4.1 TITLE  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY-ST-ZIP

5.1 TITLE  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY-ST-ZIP

6.1 TITLE SVPA  
6.2 NAME DLUTOWSKI, JOSEPH A.  
6.3 STREET ADDRESS 1675 PALM BEACH LAKES BLVD., #1002  
6.4 CITY-ST-ZIP WEST PALM BEACH FL

14. I do 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.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR  
JOSEPH A. DLUTOWSKI, SR. VICE PRESIDENT

561-681-8000

Date Daytime Phone #

0295432

CR2E034 (9/96)