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Apr 29, 1999 8:00 am
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04-29-1999 90199 031 ****61.25

NONPROFIT
 CORPORATION
 ANNUAL REPORT
1999



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

DOCUMENT # N05315

1. Corporation Name

CONTINENTAL OAKS III HOMEOWNERS ASSOCIATION, INC

Principal Place of Business
 P.O. BOX 37040
 TALLAHASSEE FL 32315

Mailing Address
 P.O. BOX 37040
 TALLAHASSEE FL 32315



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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		09/24/1984	
22 City & State		27 City & State		4. FEI Number	
23 Zip		28 Zip		59-2765557	
24 Country		30 Country		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	

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

SAULS, JAMES S.
 1121 OCALA ROAD
 TALLAHASSEE FL 32304

81 Name **Betty Capps**
 82 Street Address (P.O. Box Number is Not Acceptable)
1471 Capital Circle NW Suite B
 83 **Tallahassee**
 84 City **FL** 85 Zip Code **32303**

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE **Betty Capps** **Betty Capps** **4/27/99**
 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	PD	1.1 TITLE	PD
NAME	SAULS, JAMES S.	1.2 NAME	Wallace Bourland
STREET ADDRESS	2849 GREEN FOREST LANE	1.3 STREET ADDRESS	2103 Continental Ave.
CITY-ST-ZIP	TALLAHASSEE FL 32312	1.4 CITY-ST-ZIP	Tallahassee, FL 32307
TITLE	VD	2.1 TITLE	VD
NAME	BOURLANA, WALLACE	2.2 NAME	Randy Lane
STREET ADDRESS	2103 CONTINENTAL AVE.	2.3 STREET ADDRESS	2904 Terry Road 32312
CITY-ST-ZIP	TALLAHASSEE FL	2.4 CITY-ST-ZIP	Tallahassee, FL 32312
TITLE	D	3.1 TITLE	S/T D
NAME	STONG, MAELINE	3.2 NAME	Mary Smith
STREET ADDRESS	5055 ICICLE HILL RA	3.3 STREET ADDRESS	Route 2 Box 392 A
CITY-ST-ZIP	TALLAHASSEE FL 32303	3.4 CITY-ST-ZIP	Havana, FL 32333
TITLE	T	4.1 TITLE	D
NAME	SMITH, MARY	4.2 NAME	James Sauls
STREET ADDRESS	2103 CONTINENTAL AVE.	4.3 STREET ADDRESS	2849 Green Forest Lane
CITY-ST-ZIP	TALLAHASSEE FL	4.4 CITY-ST-ZIP	Tallahassee, FL
TITLE	SA	5.1 TITLE	D
NAME	DEATER, KIMBERLY	5.2 NAME	Madeline Strong
STREET ADDRESS	1151 OCALA RD	5.3 STREET ADDRESS	5055 Icicle Hill
CITY-ST-ZIP	TALLAHASSEE FL 32304	5.4 CITY-ST-ZIP	Tallahassee, FL 32303
TITLE	D	6.1 TITLE	D
NAME	STRONG, LAUREN	6.2 NAME	Dallas Marshall
STREET ADDRESS	1115 OCALA RD	6.3 STREET ADDRESS	1605 Paula Drive
CITY-ST-ZIP	TALLAHASSEE FL 32304	6.4 CITY-ST-ZIP	Tallahassee, FL

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 617, 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 REQUIRED
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

April 27, 1999 **576-5165**
 Date Daytime Phone #

CR2E037 (11/98)