FILE NOW: FILING FEE IS $61.25

NONPROFIT CORPORATION ANNUAL REPORT **1997**

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

FILED
Feb 25 1997 8:00am
Secretary of State

DOCUMENT # N12717

1. Corporation Name: WINDERMERE HEIGHTS THIRD SECTION HOMEOWNERS ASSOCIATION INC.

Principal Place of Business: 8120 OAK PARK ROAD ORLANDO FL 32819

Mailing Address: 8120 OAK PARK RD ORLANDO FL 32819

3. Date Incorporated or Qualified: 12/23/1985

3a. Date of Last Report: 5-1-96

2. Principal Place of Business — 21: 8120 OAK PARK RD

2a. Mailing Address — 26: 8120 OAK PARK ROAD

4. FEI Number: NOT APPLICABLE — Applied For [ ] Not Applicable [X]

Suite, Apt. #, etc. — 22:

Suite, Apt. #, etc. — 27:

5. Certificate of Status Desired [ ] **$8.75** Additional Fee Required

City & State — 23: ORLANDO FL

City & State — 28: ORLANDO FL

6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees

Zip — 24: 32819 Country — 25: USA

Zip — 29: 32819 Country — 30: USA

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes [ ] Yes [X] No

9. Name and Address of Current Registered Agent

MATTHEW L. HAYDEN
8100 OAK PARK ROAD
ORLANDO FL 32819

10. Name and Address of New Registered Agent

81 Name: JIM NOLAN

82 Street Address (P.O. Box Number is Not Acceptable): 8120 OAK PARK RD.

83: ORLANDO FL 32819

84 City: FL 85 Zip Code:

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: F. James Nolan — 2-17-97
Signature of the officer or director named of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	PRESIDENT/DIRECTOR	[X] DELETE
NAME	MATHEW L HAYDEN	
STREET ADDRESS	8100 OAK PARK ROAD	
CITY-ST-ZIP	ORLANDO FL 32819	
TITLE	V/D	[X] DELETE
NAME	GEORGE D. LAMAN	
STREET ADDRESS	8060 OAK PARK RD	
CITY-ST-ZIP	ORLANDO FL 32819	
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	PRESIDENT / DIRECTOR	[X] Change [ ] Addition
1.2 NAME	JIM NOLAN	
1.3 STREET ADDRESS	8120 OAK PARK ROAD	
1.4 CITY-ST-ZIP	ORLANDO FL 32819	
2.1 TITLE	DIRECTOR / VP	[ ] Change [X] Addition
2.2 NAME	BOB IGNATOWICZ	
2.3 STREET ADDRESS	8146 OAK PARK ROAD	
2.4 CITY-ST-ZIP	ORLANDO FL 32819	
3.1 TITLE	SEC TRES / DIRECTOR	[X] Change [X] Addition
3.2 NAME	RICHARD L. STARCHER	
3.3 STREET ADDRESS	8121 OAK PARK ROAD	
3.4 CITY-ST-ZIP	ORLANDO FL 32819	
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		

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14. I do 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.

SIGNATURE: F. James Nolan — 2-17-97 — 407-291-8342 / 407-292-2145
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #