

FILE NOW: FILING FEE IS \$61.25

APPROVED AND FILED

97 MAY 14 PM 1:12

SECRETARY OF STATE TALLAHASSEE, FLORIDA

NONPROFIT CORPORATION ANNUAL REPORT
 1990/1997
 FLORIDA DEPARTMENT OF STATE
 Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # N21798
 1. Corporation Name
 Willow Brook in Pelican Bay

Principal Place of Business: Newell Property Mgmt
 Mailing Address: Newell Property Mgmt

3. Date Incorporated or Qualified: 7/30/87
 3a. Date of Last Report: 5/14/97
 4. FEI Number: 59-2812862
 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

2. Principal Place of Business: 4148A Corporate Sq
 21. Suite Apt #, etc.
 22. City & State: Naples FL
 23. Zip: 34104
 24. Country: USA
 25. Mailing Address: 4148A Corporate Sq
 26. Suite Apt #, etc.
 27. City & State: Naples FL
 28. Zip: 34104
 29. Country: USA
 30.

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent
 81. Name: Newell, William
 82. Street Address (P.O. Box Number is Not Applicable): 4148A Corporate Square
 83.
 84. Naples FL 85. 34104

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 for 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: [Signature] MANAGER
 DATE: 3/20/97

12. OFFICERS AND DIRECTORS

TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY - ST - ZIP	

Also add:
 Kukas, Dennis
 768 Willow Brook Drive #1008
 Naples FL 34108

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 1997

1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Pitt, Scott
1.3 STREET ADDRESS	597 Willow Brook Dr #203
1.4 CITY - ST - ZIP	NAPLES FL 34108
2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Guild, David
2.3 STREET ADDRESS	790 Willow Brook Dr #305
2.4 CITY - ST - ZIP	NAPLES FL 34108
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Brown, Charles
3.3 STREET ADDRESS	790 Willow Brook Dr #302
3.4 CITY - ST - ZIP	NAPLES FL 34108
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Kessel, George
4.3 STREET ADDRESS	761 Willow Brook Dr #1406
4.4 CITY - ST - ZIP	NAPLES FL 34108
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	LORD, Francis
5.3 STREET ADDRESS	768 Willow Brook Drive #203
5.4 CITY - ST - ZIP	NAPLES FL 34108
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Castle, Thomas
6.3 STREET ADDRESS	792 Willow Brook Drive #405
6.4 CITY - ST - ZIP	NAPLES FL 34108

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 9 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [Signature]
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
 Date: 4/15/97
 Daytime Phone: (941) 623-4884

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