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Mar 01, 1999 8:00 am
Secretary of State

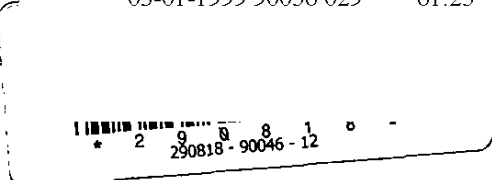
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NONPROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # N22732

1. Corporation Name
THE CHARTER CLUB AT MARTIN DOWNS HOMEOWNERS' ASSOCIATION, INC.

Principal Place of Business 2002 SW OLYMPIC CLUB TERR PALM CITY FL 34990 US	Mailing Address 2002 SW OLYMPIC CLUB TERR PALM CITY FL 34990-6023 US
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country	3. Date Incorporated or Qualified 09/29/1987	4. FEI Number 65-0043823 Applied For Not Applicable	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees
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9. Name and Address of Current Registered Agent SWEENEY, RICHARD J C/O CHARTER CLUB 2002 SW OLYMPIC CLUB TR PALM CITY FL 34990	81 Name GWEN PETERSON	82 Street Address (P.O. Box Number is Not Acceptable) 2145 S.W. OLYMPIC CLUB TERR	83	84 City PALM CITY	85 Zip Code FL 34990
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11. Pursuant to the provisions of Sections 817.0502 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: Gwen Peterson Treasurer DATE: 1/24/99

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE PD	ATAS, HERBERT 2124 SW AUGUSTA TRACS PALM CITY FL 34990-6025	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	ROBERT KAMPERT - VPD 2075 SW AUGUSTA TRACE PALM CITY, FL 34990
TITLE VPD	WILLIAM, PETER 2274 SW OLYMPIC CLUB TER PALM CITY FL 34990-6025	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	VPD WILLIAM WARDLE 2322 S.W. OLYMPIC CLUB TERR PALM CITY FL 34990
TITLE D	WILLIAM, WARDLE 2322 SW OLYMPIC CLUB TERR PALM CITY FL 34990	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	SD BILL PARROTT 2205 SW OLYMPIC CLUB TERR PALM CITY, FL 34990
TITLE SD	WHITE, JOHN 2178 SW OLYMPIC CLUB TERR PALM CITY FL 34990	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	T-D GWEN PETERSON 2145 S.W. OLYMPIC CLUB TERR PALM CITY, FL 34990
TITLE TD	SWEENEY, RICHARD 2033 SW OLYMPIC CLUB TER PALM CITY FL 34990	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	

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: Gwen Peterson DATE: 1/24/99

CR2E037 (1/98)