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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 # N24191

1. Corporation Name
MYSTIC POINTE MASTER ASSOCIATION, INC.

Principal Place of Business 3595 MYSTIC POINTE DRIVE AVENTURA FL 33180	Mailing Address 3595 MYSTIC POINTE DRIVE AVENTURA FL 33180
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2. Principal Place of Business 21	2a. Mailing Address 26	3. Date Incorporated or Qualified 01/04/1988
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27	4. FEI Number 65-0023891
City & State 23	City & State 28	Applied For Not Applicable
Zip 24	Country 25	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required
	Zip 29	Country 30
9. Name and Address of Current Registered Agent		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees

9. Name and Address of Current Registered Agent

**MICHAEL HYMAN
 HYMAN & KAPLAN
 44 WEST FLAGLER STREET
 MIAMI FL 33130**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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: *[Signature]* DATE: 2/22/99

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	BARNETT, STANLEY	
STREET ADDRESS	3400 NE 192ND ST	
CITY-ST-ZIP	N MIAMI BEACH FL	
TITLE	S	<input type="checkbox"/> DELETE
NAME	LONDON, RONALD	
STREET ADDRESS	3530-MYSTIC POINTE DR	
CITY-ST-ZIP	N MIAMI BEACH FL	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	FISHMAN, HERB	
STREET ADDRESS	3530 MYSTIC POINTE DR	
CITY-ST-ZIP	N. MIAMI BEACH FL	
TITLE	D	<input type="checkbox"/> DELETE
NAME	NOVICK, ROBERT	
STREET ADDRESS	3600 MYSTIC POINTE DR	
CITY-ST-ZIP	N. MIAMI BEACH FL	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	LESAVOY, TED	
STREET ADDRESS	19101 MYSTIC POINTE DR	
CITY-ST-ZIP	N. MIAMI BEACH FL	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	TORNBERG, RALPH	
STREET ADDRESS	19195 MYSTIC POINTT DR	
CITY-ST-ZIP	N MIAMI BEACH FL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	S/T <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	London, Ronald
2.3 STREET ADDRESS	3530 Mystic Pointe Dr.
2.4 CITY-ST-ZIP	Aventura, FL 33180
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	Exec. VP <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	Novick; Robert
4.3 STREET ADDRESS	3600 Mystic Pointe Dr.
4.4 CITY-ST-ZIP	Aventura, FL 33180
5.1 TITLE	P. <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	LeSavoy, Ted
5.3 STREET ADDRESS	19101 Mystic Pointe Dr.
5.4 CITY-ST-ZIP	Aventura, FL 33180
6.1 TITLE	D. <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	David Schepps
6.3 STREET ADDRESS	19195 Mystic Pointe Dr.
6.4 CITY-ST-ZIP	Aventura, FL 33180

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: Ted LeSavoy *[Signature]* DATE: 2/22/99
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: Ted LeSavoy PRESIDENT
 Daytime Phone #: 305-932-9600

CR2E037 (11/98)