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May 01 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # N31432

1. Corporation Name

BEACH CLUB PROPERTY OWNERS' ASSOCIATION, INC.

Principal Place of Business	Mailing Address
10740 S. OCEAN DRIVE JENSEN BEACH, FLORIDA 34957 U.S.	P.O. BOX 22197 LAKE BUENA VISTA, FLORIDA 32830-2197 U.S.

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

3. Date Incorporated or Qualified	3a. Date of Last Report
03/30/1989	04/12/96
4. FEI Number	Applied For
59-2943478	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

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FLORIDA 33324	81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 800002165378 -05/05/97--01025--023 84 City ***61.25 FL 85 Zip Code

11. Pursuant to the provisions of Sections 617.0509 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, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when resigning)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VP/D	1.1 TITLE	P/D
NAME	BRAZ, RONALD	1.2 NAME	BRAZ, RONALD M.
STREET ADDRESS	151 LEXINGTON AVE.	1.3 STREET ADDRESS	822 HAVENWOOD DRIVE
CITY-ST-ZIP	FREEPORT, N.	1.4 CITY-ST-ZIP	ORLANDO, FLORIDA 32828
TITLE	VP/D	2.1 TITLE	VP/D
NAME	GOIN, ELIZABETH M.	2.2 NAME	BITTNER, DENNIS
STREET ADDRESS	10740 S. OCEAN DR.	2.3 STREET ADDRESS	7893 CO RD 426, M.5 RD
CITY-ST-ZIP	JENSEN BEACH, FLORIDA	2.4 CITY-ST-ZIP	GLADSTONE, MI 49837
TITLE	P/D	3.1 TITLE	VP/D
NAME	HANNENBERG, WALTER C.	3.2 NAME	HANNENBERG, WALTER C.
STREET ADDRESS	4820 W. BERWYN AVE.	3.3 STREET ADDRESS	4820 W. BERWYN AVENUE
CITY-ST-ZIP	CHICAGO, IL	3.4 CITY-ST-ZIP	CHICAGO, ILLINOIS 60630-1510
TITLE	T/D	4.1 TITLE	T/D
NAME	THOMAS, THORP S.	4.2 NAME	THOMAS, THORP S.
STREET ADDRESS	13800 STATE ROAD 535	4.3 STREET ADDRESS	13800 STATE ROAD 535
CITY-ST-ZIP	ORLANDO, FLORIDA	4.4 CITY-ST-ZIP	ORLANDO, FLORIDA 32821
TITLE	S/D	5.1 TITLE	S/D
NAME	OTTS, ROSEMARY K.	5.2 NAME	OTTS, ROSEMARY K.
STREET ADDRESS	13800 STATE ROAD 535	5.3 STREET ADDRESS	13800 STATE ROAD 535
CITY-ST-ZIP	ORLANDO, FLORIDA	5.4 CITY-ST-ZIP	ORLANDO, FLORIDA 32821
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Thorp S. Thomas

4/24/97

Date

(407) 239-3000

Daytime Phone #

CR2E037 (9/96)