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Mar 14, 1999 8:00 am
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03-14-1999 90036 043 ****61.25

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NONPROFIT
 CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # N94000005312

1. Corporation Name

THE VILLAS OF IRONHORSE PROPERTY OWNERS ASSOCIATION, INC.

Principal Place of Business

8055 IRONHORSE BLVD.
 WEST PALM BEACH FL 33412

Mailing Address

8055 IRONHORSE BLVD.
 WEST PALM BEACH FL 33412



2. Principal Place of Business

21 Suite, Apt. #, etc.

23 City & State

24 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

29 Country

3. Date Incorporated or Qualified

10/25/1994

4. FEI Number

65-0663121

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

9. Name and Address of Current Registered Agent

O'BRIEN, JAMES J
 8055 IRONHORSE BLVD.
 WEST PALM BEACH FL 33412

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE DELETE

NAME DP
 O'BRIEN, JAMES J
 STREET ADDRESS C/O 8055 IRONHORSE BLVD.
 CITY-ST-ZIP WEST PALM BEACH FL 33412

TITLE DELETE

NAME DVT
 BEINBRECH, WILLIAM
 STREET ADDRESS C/O 8055 IRONHORSE BLVD.
 CITY-ST-ZIP WEST PALM BEACH FL 33412

TITLE DELETE

NAME S
 FRAZIER, BARBARA
 STREET ADDRESS C/O 8055 IRONHORSE BLVD.
 CITY-ST-ZIP WEST PALM BEACH FL 33412

TITLE DELETE

NAME BS
 SCHROEDER, MICHAEL
 STREET ADDRESS 2255 GLADES RD., #319-ARTRIM
 CITY-ST-ZIP BOCA RATON FL

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 Change Addition

1.2 NAME
 1.3 STREET ADDRESS
 1.4 CITY-ST-ZIP

2.1 TITLE Change Addition

2.2 NAME
 2.3 STREET ADDRESS
 2.4 CITY-ST-ZIP

3.1 TITLE Change Addition

3.2 NAME
 3.3 STREET ADDRESS
 3.4 CITY-ST-ZIP

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

Director
 Robin Miller
 C/O 8055 IRONHORSE BLVD
 WEST PALM BEACH, FL 33412

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:

SIGNATURE REQUIRED

James O'Brien 1/20/99

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E037 (1/98)