2007 FOR PROFIT CORPORATION **ANNUAL REPORT**

Apr 19, 2007 8:00 am Secretary of State DOCUMENT #P35070 04-19-2007 90199 042 ***150.00 1. Entity Name **BLUEGREEN CORPORATION** 40069783 Principal Place of Business Mailing Address 4960 CONFERENCE WAY NORTH 4960 CONFERENCE WAY NORTH SUITE 100 SUITE 100 BOCA RATON, FL 33431 BOCA RATON, FL 33431 2. Principal Place of Business - No P.O. Box # 3. Mailing Address Suite, Apt. #, etc. Suite. Apt. #, etc. 03232007 CR2E034 (12/06) City & State Applied For City & State 4. FEI Number 03-0300793 Not Applicable Zip Country \$8.75 Additional Zip Country 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET **SUITE 105** TALLAHASSEE, FL 32301 City Zip Code 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150:00 After May 1, 2007 Fee will be \$550.00 Trust Fund Contribution. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 10. 11. TITLE PΩ Delete TITLE ☐ Change Addition See attached sheet. DONOVAN, GEORGE F NAME NAME 4960 CONFERENCE WAY NORTH, SUITE 100 STREET ADDRESS STREET ADDRESS CITY-ST-7IP CITY-ST-ZIP BOCA RATON, FL 33431 ☐ Delete TITLE ☐ Change ■ Addition TITLE ABDO, JOHN NAME 1350 NE 56 STREET, SUITE 200 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP FORT LAUDERDALE, FL 33334 CITY-ST-ZIP TITLE ☐ Delete TITLE Change ☐ Addition NAME LEVAN, ALAN B NAME STREET ADDRESS 2100 WEST CYPRESS CREEK RD STREET ADDRESS CITY-ST-ZIP FORT LAUDERDALE, FL 33309 CITY-ST-ZIP TITLE ☐ Delete TITLE [7] Change ☐ Addition PULEO, ANTHONY M NAME NAME STREET ADDRESS 4960 CONFERENCE WAY NORTH, SUITE 100 STREET ADDRESS BOCA RATON, FL 33431 CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change ■ Addition MARTIN, JAMES R -NAME NAME 4960 CONFERENCE WAY NORTH, SUITE 100 STREET ADDRESS STREET ADDRESS CITY-ST-7IP CITY-ST-ZIP BOCA RATON, FL 33431 Change ☐ Addition VΡ Delete TIFLE DILE MALONEY, JOHN M NAME John M. Maloney NAME 4960 CONFERENCE WAY NORTH, SUITE 100 STREET ADDRESS STREET ADDRESS 4960 Conference Way North, Suite 100

FILED

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

CITY-ST-ZIP

Boca Raton, Florida 33431

BOCA RATON, FL 33431

James R. Martin, Senior Vice President, Clerk SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR 561-912-8000

Bluegreen Corporation

Board of Directors:

John E. Abdo 1350 NE 56 Street, Suite 200 Fort Lauderdale, Florida 33334

Joseph C. Abeles (Director Emeritus) 400 Columbus Avenue, East Lobby Valhalla, New York 10595

Norman H. Becker 1909 Tyler Street, Suite 603 Hollywood, Florida 33020

Larry Cirillo 755 Saturn Street, Apt. I-104 Jupiter, Florida 33477

Robert F. Dwors 790 E. Broward Boulevard, Suite 201B Fort Lauderdale, Florida 33301

Scott Holloway 6550 N. Federal Hwy., Suite 200 Fort Lauderdale, Florida 33308

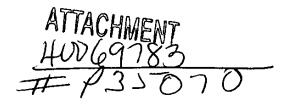
John LaGuardia 2100 West Cypress Creek Road Fort Lauderdale, Florid 33309

Alan B. Levan 2100 West Cypress Creek Road Fort Lauderdale, Florida 33309

Mark Nerenhausen 201 SW 5th Avenue Fort Lauderdale, Florida 33312

J. Larry Rutherford 255 Alhambra Circle, Suite 325 Coral Gables, Florida 33134

Arnold Sevell 2295 Corporate Blvd. NW, Suite 131 Boca Raton, Florida 33431



Bluegreen Corporation

Officers:

John Maloney, President, CEO 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Anthony M. Puleo, Treasurer, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

James R. Martin, Secretary, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Daniel C. Koscher, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Doug Kinsey, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Allan J. Herz, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Susan J. Saturday, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Sheila Donahoe, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Lani Liber, Senior Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Ray Lopez, Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431 Karen Parsons, Assistant Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431

Randy Steinbeck, Assistant Vice President 4960 Conference Way North, Suite 100 Boca Raton, Florida 33431