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DOCUMENT # P94000018901 (6)

SOUTH GATE OF PALM BEACH, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Principal Place of Business		2a. Mailing Address	
251 ROYAL PALM WAY SIXTH FLOOR PALM BEACH FL 33460		251 ROYAL PALM WAY SIXTH FLOOR PALM BEACH FL 33460	
2. Principal Place of Business		2a. Mailing Address	
21. Suite, Apt. #, etc.		26. Callas & Schilling	
22. City & State		27. 251 Royal Palm Way, #602	
23. Zip		28. Palm Beach, Florida	
24. Country		29. 33480	
25. Country		30. USA	
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
DE MENDOZA, MARIO G III 251 ROYAL PALM WAY SIXTH FLOOR PALM BEACH FL 33480		81. Name 82. Street Address (P.O. Box Number is Not Acceptable) 83. 84. City 85. Zip Code	
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, 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 607.0508, Florida Statutes.		12. Date of Last Report	
3. Date Incorporated or Qualified		3a. Date of Last Report	
03/07/1994		3b. Date of Last Report	
4. FBI Number		Applied For	
65-0473103		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	
7. This corporation has liability for intangible tax under S. 199.032, Florida Statutes		Yes No	
Yes		No	

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1. TITLE	D	1. TITLE	P/D/S/T
2. NAME	DE MENDOZA, MARIO G III	2. NAME	Bailey, Richard B.
3. STREET ADDRESS	251 ROYAL PALM WAY	3. STREET ADDRESS	251 Royal Palm Way, 6th FL
4. CITY - ST - ZIP	PALM BEACH FL 33480	4. CITY - ST - ZIP	Palm Beach, FL 33480
5. TITLE		5. TITLE	AS
6. NAME		6. NAME	Mendoza, Mario G. de III
7. STREET ADDRESS		7. STREET ADDRESS	251 Royal Palm Way, 6th FL
8. CITY - ST - ZIP		8. CITY - ST - ZIP	Palm Beach, FL 33480
9. TITLE		9. TITLE	AS
10. NAME		10. NAME	Wilkinson, Debra
11. STREET ADDRESS		11. STREET ADDRESS	251 Royal Palm Way, 6th FL
12. CITY - ST - ZIP		12. CITY - ST - ZIP	Palm Beach, FL 33480
13. TITLE		13. TITLE	
14. NAME		14. NAME	
15. STREET ADDRESS		15. STREET ADDRESS	
16. CITY - ST - ZIP		16. CITY - ST - ZIP	
17. TITLE		17. TITLE	
18. NAME		18. NAME	
19. STREET ADDRESS		19. STREET ADDRESS	
20. CITY - ST - ZIP		20. CITY - ST - ZIP	

14. I, the undersigned, certify that the information required with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 199.03(3)(b), Florida Statutes. I further certify that the information included in 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 607, Florida Statutes; and that my name appears in Part 13 of Block 13 of this report, or on an attached sheet with an address.

SIGNATURE: (x) R. B. Bailey
Richard B. Bailey, President

(x) 2/24/95 (407) 793-0512
Explains Form 9