FILE NOW: FILING FEE AFTER MAY 1ST IS $550.00

PROFIT CORPORATION ANNUAL REPORT
1999

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

APPROVED AND FILED
99 MAY 17 PM 3:10
SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT # P94000090382

1. Corporation Name

Southland Suites, Inc.

Principal Place of Business: East Mill Street, Mayo, FL 32066

Mailing Address: P.O. Box 866, Mayo, FL 32066

2. Principal Place of Business
21 East Mill Street
Suite, Apt #, etc
22
City & State
23 Mayo, FL
Zip 24 32066 Country 25 US

2a. Mailing Address
26 P.O. Box 866
Suite, Apt #, etc
27
City & State
28 Mayo, FL
Zip 29 32066 Country 30 US.

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 12/14/94
4. FEI Number: 59-3288658 — 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
8. This corporation owes the current year Intangible Personal Property Tax [ ] Yes [X] No

9. Name and Address of Current Registered Agent

Lacinda L. O'Steen
Rt. 2 Box 45AA
Mayo, FL 32066

10. Name and Address of New Registered Agent
81 Name: N/A
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City — FL — 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 607.0505, Florida Statutes.

SIGNATURE x Lacinda O'Steen — May 17, 99
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) — DATE

CR2E034 (11/98)

12. OFFICERS AND DIRECTORS

TITLE	President	[ ] DELETE
NAME	Lacinda L. O'Steen	
STREET ADDRESS	P.O. Box 866	
CITY-ST-ZIP	Mayo, FL 32066	
TITLE	Secretary / Treasurer	[ ] DELETE
NAME	Mark O'Steen	
STREET ADDRESS	P.O. Box 866	
CITY-ST-ZIP	Mayo, FL 32066	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
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

11 TITLE		[ ] Change [ ] Addition
12 NAME		
13 STREET ADDRESS		
14 CITY-ST-ZIP		
21 TITLE		[ ] Change [ ] Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE		[ ] Change [ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		[ ] Change [ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE		[ ] Change [ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE		[ ] Change [ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

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****158.75 ****158.75

5/17/99

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 607, 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: x LaCinda L. O'Steen — x 5/17/99 — x (904) 294-2144
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #