

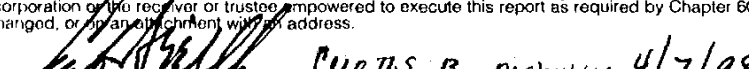


FILED
Apr 17 1998 8:00am
Secretary of State

<div>PROFIT CORPORATION ANNUAL REPORT 1998</div> <div><div>FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS</div></div>		<div>Apr 17 1998 8:00am Secretary of State</div> <div></div>	
<div>DOCUMENT # P95000077734 (8)</div> <div>1. Corporation Name CNL FINANCIAL SERVICES, INC.</div>			
<div>Principal Place of Business 400 EAST SOUTH ST., STE. 500 ORLANDO FL 32801</div>		<div>Mailing Address 400 EAST SOUTH ST., STE. 500 ORLANDO FL 32801</div>	
<div>2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24</div>		<div>2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29</div>	
<div>3. Date Incorporated or Qualified 10/10/1995</div>		<div>4. FEI Number 59-3341752</div>	
<div>5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required</div>		<div>6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees</div>	
<div>7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</div>		<div>8. Name and Address of Current Registered Agent BOURNE, ROBERT A 400 EAST SOUTH ST., STE. 500 ORLANDO FL 32801</div>	
<div>9. 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</div>		<div>10. 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.</div>	
<div>SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE</div>			
<div>12. OFFICERS AND DIRECTORS 1.1 TITLE DCEO 1.2 NAME SENEFF, JAMES M JR. 1.3 STREET ADDRESS 400 EAST SOUTH ST., STE. 500 1.4 CITY-ST-ZIP ORLANDO FL 32801 1.5 TITLE DPT 1.6 NAME BOURNE, ROBERT A 1.7 STREET ADDRESS 400 EAST SOUTH ST., STE. 500 1.8 CITY-ST-ZIP ORLANDO FL 32801 1.9 TITLE EVP 2.0 NAME MCDOUGALL, ED 2.1 STREET ADDRESS 400 EAST SOUTH ST., STE. 500 2.2 CITY-ST-ZIP ORLANDO FL 32801 2.3 TITLE S 2.4 NAME ROSE, LYNN E 2.5 STREET ADDRESS 400 EAST SOUTH ST., STE. 500 2.6 CITY-ST-ZIP ORLANDO FL 32801 2.7 TITLE 2.8 NAME 2.9 STREET ADDRESS 2.10 CITY-ST-ZIP 2.11 TITLE 2.12 NAME 2.13 STREET ADDRESS 2.14 CITY-ST-ZIP 2.15 TITLE 2.16 NAME 2.17 STREET ADDRESS 2.18 CITY-ST-ZIP PLEASE SEE ATTACHMENT</div>		<div>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 3.1 TITLE D/C/CEO 3.2 NAME SENEFF, JAMES M., JR. 3.3 TITLE VC 3.4 NAME BOURNE, ROBERT A. 3.5 TITLE 3.6 NAME 3.7 STREET ADDRESS 3.8 CITY-ST-ZIP 3.9 TITLE 3.10 NAME 3.11 STREET ADDRESS 3.12 CITY-ST-ZIP 3.13 TITLE 3.14 NAME 3.15 STREET ADDRESS 3.16 CITY-ST-ZIP 3.17 TITLE 3.18 NAME 3.19 STREET ADDRESS 3.20 CITY-ST-ZIP P MCWILLIAMS, CURTIS B. 400 E. SOUTH ST., SUITE 500 ORLANDO, FL 32801 T MOORHEAD, HENRY 400 E. SOUTH ST., SUITE 500 ORLANDO, FL 32801</div>	
<div>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 in an attachment with an address.</div>			
<div>SIGNATURE:  CURTIS B. MCWILLIAMS 4/7/98 (407) 422-1574</div>			

CNL FINANCIAL SERVICES, INC.

ADDITIONAL OFFICERS & DIRECTORS

EVP/COO ADD
FLUCK, BRIAN
400 E. SOUTH ST., SUITE 500
ORLANDO, FL 32801

VP ADD
FARREN, JOHN
400 E. SOUTH ST., SUITE 500
ORLANDO, FL 32801

D ADD
KAPLAN, MATTHEW
400 E. SOUTH ST., SUITE 500
ORLANDO, FL 32801

D ADD
MARTINEZ, BOB
400 E. SOUTH ST., SUITE 500
ORLANDO, FL 32801