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May 28 1997 8:00am
Secretary of State

PROFIT CORPORATION
ANNUAL REPORT
1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS



DOCUMENT # P96000024774 (7)

1. Corporation Name

~~SKANVEST PARTNERS INC.~~

Real Estate Partners of Orlando, Inc.

Principal Place of Business

5111 SOUTH ORANGE AVENUE
ORLANDO FL 32809

Mailing Address

5111 SOUTH ORANGE AVENUE
ORLANDO FL 32809-3039



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		03/19/1996			
22 City & State		27 City & State		4. FEI Number		Applied For	
23 Zip		28 Zip		59-3373624		Not Applicable	
24 Country		29 Country		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 has liability for intangible tax under s. 199.032, Florida Statutes		Yes No	

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

Previously Changed

10. Name and Address of New Registered Agent

81 Name Lenny Layland
82 Street Address (P.O. Box Number is Not Acceptable) 5111 S. Orange Ave.
83 City Orlando, FL 32809
84 Zip Code FL 85

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 Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PSD	1.1 TITLE	PTD
NAME	LAYLAND, LENNY L	1.2 NAME	Layland, Lenny L
STREET ADDRESS	5111 SOUTH ORANGE AVENUE	1.3 STREET ADDRESS	5111 South ORANGE Avenue
CITY-ST-ZIP	ORLANDO FL 32809	1.4 CITY-ST-ZIP	Orlando, FL 32809
TITLE		2.1 TITLE	SD
NAME		2.2 NAME	Layland, SHIRLEY
STREET ADDRESS		2.3 STREET ADDRESS	5281 SKelly Square
CITY-ST-ZIP		2.4 CITY-ST-ZIP	Orlando, FL 32812
TITLE		3.1 TITLE	D
NAME		3.2 NAME	MARIOTT, Patricia
STREET ADDRESS		3.3 STREET ADDRESS	6557 GIBSON Drive
CITY-ST-ZIP		3.4 CITY-ST-ZIP	Orlando, FL 32809
TITLE		4.1 TITLE	D
NAME		4.2 NAME	Lamanna, Justin
STREET ADDRESS		4.3 STREET ADDRESS	25128 Quaker Ridge Ave
CITY-ST-ZIP		4.4 CITY-ST-ZIP	MT. Plymouth, FL 32776
TITLE		5.1 TITLE	D
NAME		5.2 NAME	Reeves, Tom
STREET ADDRESS		5.3 STREET ADDRESS	4603 W. COLONIAL DR.
CITY-ST-ZIP		5.4 CITY-ST-ZIP	Orlando, FL 32808
TITLE		6.1 TITLE	
NAME		6.2 NAME	800002205518
STREET ADDRESS		6.3 STREET ADDRESS	-06/09/97--01057--013
CITY-ST-ZIP		6.4 CITY-ST-ZIP	***173.75

14. I do 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.

SIGNATURE

STANLEY H. QUINN

4/25/97 (147) 826-4000

CR2E034 (9/96)