

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

DOCUMENT # P97000014279

1. Corporation Name
8650 VILLA LA JOLLA, INC.

Principal Place of Business: 1801 HERMITAGE BLVD. SUITE 600 TALLAHASSEE FL 32308
Mailing Address: 1801 HERMITAGE BLVD. SUITE 600 TALLAHASSEE FL 32308

2. Principal Place of Business (21-24) and Mailing Address (25-29) fields.

9. Name and Address of Current Registered Agent

TODD, DAVID E
1801 HERMITAGE BLVD.
SUITE 100
TALLAHASSEE FL 32308

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City

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's signature required on this filing.)

DATE

12. OFFICERS AND DIRECTORS

TITLE	D	[] DELETE
NAME	BENNETT, DOUGLAS W	
STREET ADDRESS	1801 HERMITAGE BLVD., #600	
CITY-ST-ZIP	TALLAHASSEE FL 32308	
TITLE	D	[] DELETE
NAME	HORTON, JAMES W	
STREET ADDRESS	1801 HERMITAGE BLVD., #600	
CITY-ST-ZIP	TALLAHASSEE FL 32308	
TITLE	D	[X] DELETE
NAME	MILLER, TODD A	
STREET ADDRESS	1801 HERMITAGE BLVD., #600	
CITY-ST-ZIP	TALLAHASSEE FL 32308	
TITLE	P	[X] DELETE
NAME	DARK, JOHN W	
STREET ADDRESS	ONE RAVINA DR, SUITE 1400	
CITY-ST-ZIP	ATLANTA GA 30346	
TITLE	DV	[X] DELETE
NAME	HORTON, JAMES W	
STREET ADDRESS	1801 HERMITAGE BLVD, SUITE 600	
CITY-ST-ZIP	TALLAHASSEE FL 32308	
TITLE	V	[X] DELETE
NAME	WOO, JOHN	
STREET ADDRESS	2029 CENTRY PARK E, SUITE 2050	
CITY-ST-ZIP	LOS ANGELES CA 90067	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	D	[] Change	[X] Addition
12 NAME	Jeffrey L. Smith		
13 STREET ADDRESS	1801 Hermitage Blvd., Suite 600		
14 CITY-ST-ZIP	Tallahassee, FL 32308		
21 TITLE	DVAS	[X] Change	[] Addition
22 NAME	James W. Horton		
23 STREET ADDRESS	1801 Hermitage Blvd., Suite 600		
24 CITY-ST-ZIP	Tallahassee, FL 32308		
31 TITLE	P	[] Change	[X] Addition
32 NAME	Laler DeCosta		
33 STREET ADDRESS	3424 Peachtree Road, NE, Suite 800		
34 CITY-ST-ZIP	Atlanta, GA 30326		
41 TITLE	V	[] Change	[X] Addition
42 NAME	Andrew R. St. Clair		
43 STREET ADDRESS	3424 Peachtree Road, NE, Suite 800		
44 CITY-ST-ZIP	Atlanta, GA 30326		
51 TITLE	T	[] Change	[X] Addition
52 NAME	Thomas McKean		
53 STREET ADDRESS	3424 Peachtree Road, NE, Suite 800		
54 CITY-ST-ZIP	Atlanta, GA 30326		
61 TITLE	S	[] Change	[X] Addition
62 NAME	Patricia Snedeker		
63 STREET ADDRESS	3424 Peachtree Road, NE, Suite 800		
64 CITY-ST-ZIP	Atlanta, GA 30326		

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 persons empowered.

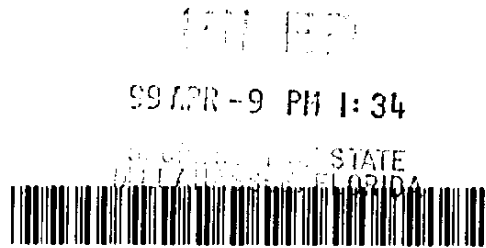
SIGNATURE: Douglas W. Bennett, Director

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

[Signature] 3/18/99

488-4406

Division of Corporations



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 02/13/1997
4. FID Number: 59-3438091
5. Certificate of Status Desired: []
6. Election Campaign Financing Trust Fund Contribution: []
7. This corporation owes the current year Intangible Personal Property Tax: [] Yes [X] No
10. Name and Address of New Registered Agent

300002840753-1
-04/15/99-01093-006
****150.00 FL ****150.00

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CR2E034 (11/98)