

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

FILED
Jan 21 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P97000043344 (5)
 1. Corporation Name
HARBOR APARTMENTS OF NAPLES, INC.



Principal Place of Business 54 LEMANS DRIVE NAPLES FL 34112	Mailing Address 54 LEMANS DRIVE NAPLES FL 34112
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/12/1997	
21 716 CHARLEMAGNE BLVD	26 716 CHARLEMAGNE BLVD	59-3450141		4. FEI Number Applied For <input checked="" type="checkbox"/> Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
22 NAPLES		27 NAPLES		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State		City & State		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
23 FLORIDA		28 FLORIDA			
City & State		City & State			
24 34112	25 COLLIER	29 34112	30 COLLIER		
Zip	Country	Zip	Country		

9. Name and Address of Current Registered Agent
 VAUGHN, ESTILLE
 54 LEMANS DRIVE
 NAPLES FL 34112

10. Name and Address of New Registered Agent

81 Name	VAUGHN, ESTILLE
82 Street Address (P.O. Box Number is Not Acceptable)	716 CHARLEMAGNE BLVD.
83	
84 City	NAPLES FL 34112
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: Estille K. Vaughn DATE: 1/07/98

12. OFFICERS AND DIRECTORS

TITLE	PTD	<input type="checkbox"/> DELETE
NAME	VAUGHN, ESTILLE	
STREET ADDRESS	54 LEMANS DRIVE	
CITY-ST-ZIP	NAPLES FL 34112	
TITLE	VSD	<input type="checkbox"/> DELETE
NAME	SCHROEDER, WILLIAM C	
STREET ADDRESS	4482 3RD AVE NW	
CITY-ST-ZIP	NAPLES FL 34105	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	PTD	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	VAUGHN, ESTILLE	
1.3 STREET ADDRESS	716 CHARLEMAGNE BLVD.	
1.4 CITY-ST-ZIP	NAPLES FL 34112	
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

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.

SIGNATURE: ESTILLE K. VAUGHN DATE: 1-07-98 941-793-6076

CR2E034 (10/97)