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FILED  
Mar 26 1998 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1998



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

DOCUMENT # P97000054185 (8)

1. Corporation Name

WINDCREST/CROSSING II, INC.



Principal Place of Business

Mailing Address

950 N. ORLANDO AVE., STE. 320  
WINTER PARK FL 32789

950 N. ORLANDO AVE., STE. 320  
WINTER PARK FL 32789

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

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30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

B&C CORPORATE SERVICES OF CENTRAL FLORIDA  
390 N. ORANGE AVE., STE. 1100  
ORLANDO FL 32801

81 Name

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	D	DELETE
NAME	PALMER, CHARLES B	
STREET ADDRESS	950 N. ORLANDO AVE., STE. 320	
CITY-ST-ZIP	WINTER PARK FL 32789	
TITLE	D	DELETE
NAME	BOBINCHUCK, ROBERT M	
STREET ADDRESS	100 CONGRESS AVE., STE. 1010	
CITY-ST-ZIP	AUSTIN TX 78701	
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

1.1 TITLE	D/P	Change	Addition
1.2 NAME	Charles B. Palmer		
1.3 STREET ADDRESS	950 N. Orlando Ave., Ste. 320		
1.4 CITY-ST-ZIP	Winter Park, FL 32789		
2.1 TITLE	D/S/T/VP	Change	Addition
2.2 NAME	Robert M. Bobinchuck		
2.3 STREET ADDRESS	100 Congress Ave., Ste. 1010		
2.4 CITY-ST-ZIP	Austin, TX 78701		
3.1 TITLE	VP	Change	Addition
3.2 NAME	Preston Perrone		
3.3 STREET ADDRESS	950 N. Orlando Ave., Ste. 320		
3.4 CITY-ST-ZIP	Winter Park, FL 32789		
4.1 TITLE	AS	Change	Addition
4.2 NAME	Nicole Martin		
4.3 STREET ADDRESS	100 Congress Ave., Ste. 1010		
4.4 CITY-ST-ZIP	Austin, TX 78701		
5.1 TITLE		Change	Addition
5.2 NAME			
5.3 STREET ADDRESS			
5.4 CITY-ST-ZIP			
6.1 TITLE		Change	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.

Preston Perrone, Vice President (407)628-4544

CR2E034 (10/97)