


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

FILED

Apr 30 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P97000054551 (1)

1. Corporation Name
ULTIMA DEVELOPMENT CORPORATION



Principal Place of Business 316 S BAYLEN STREET SUITE 280 PENSACOLA FL 32501	Mailing Address 316 S BAYLEN STREET SUITE 280 PENSACOLA FL 32501
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DO NOT WRITE IN THIS SPACE

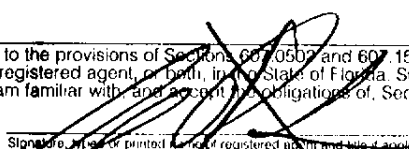
2. Principal Place of Business 21 2200 Via De Luna Suite, Apt. #, etc. 22 Pensacola Beach FL City & State 23 Zip 24 32561 Country 25	2a. Mailing Address 26 2200 Via De Luna Suite, Apt. #, etc. 27 Pensacola Beach FL City & State 28 Zip 29 32561 Country 30
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3. Date Incorporated or Qualified 06/20/1997	4. FEI Number 39-3497639	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees	
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		

9. Name and Address of Current Registered Agent
LEVIN, ALLEN R
316 S BAYLEN STREET
SUITE 280
PENSACOLA FL 32501

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83 2200 Via De Luna
84 City Pensacola Beach FL 85 Zip Code 32561

11. Pursuant to the provisions of Sections 607.0505 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  4/23/98

12. OFFICERS AND DIRECTORS	
TITLE	<input type="checkbox"/> DELETE
NAME	D LEVIN, ALLEN R
STREET ADDRESS	316 S BAYLEN ST, STE 280
CITY-ST-ZIP	PENSACOLA FL 32501
TITLE	<input type="checkbox"/> DELETE
NAME	D RINKE, ROBERT R
STREET ADDRESS	316 S BAYLEN ST, STE 280
CITY-ST-ZIP	PENSACOLA FL 32501
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	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	2200 Via De Luna
1.4 CITY-ST-ZIP	Pensacola Beach, FL 32561
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	2200 Via De Luna
2.4 CITY-ST-ZIP	Pensacola Beach, FL 32561
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 reports 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  4/23/98

CR2E034 (10/97)