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Apr 13 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 # **P97000096988 (5)**

1. Corporation Name

ECHELON RESIDENTIAL, INC.



Principal Place of Business ONE PROGRESS PLAZA SUITE 1500 ST PETERSBURG FL 33701	Mailing Address ONE PROGRESS PLAZA SUITE 1500 ST PETERSBURG FL 33701
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 11/12/1997 4. FEI Number 59-3481036 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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9. Name and Address of Current Registered Agent GLATTHORN JOHNSON, SUSAN ONE PROGRESS PLAZA SUITE 1500 ST PETERSBURG FL 33701	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code
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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]* DATE **03/26/98**
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE NAME STREET ADDRESS CITY-ST-ZIP PD DORAMUS, W. MICHAEL ONE PROGRESS PLAZA, STE 1500 ST PETERSBURG FL 33701	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP VK Hobbs, James R. (Sr.) One Progress Plaza, Suite 1500 St. Petersburg, FL 33701
TITLE NAME STREET ADDRESS CITY-ST-ZIP VSD GLATTHORN JOHNSON, SUSAN ONE PROGRESS PLAZA, STE 1500 ST PETERSBURG FL 33701	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP D Higgins, Raymond F. One Progress Plaza, Suite 1500 St. Petersburg, FL 33701
TITLE NAME STREET ADDRESS CITY-ST-ZIP D LECLAIR, DARRYL A ONE PROGRESS PLAZA, STE 1500 ST PETERSBURG FL 33701	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP D Johnson, Susan G. One Progress Plaza, Suite 1500 St. Petersburg, FL 33701
TITLE NAME STREET ADDRESS CITY-ST-ZIP V TINSLEY, TIMOTHY S ONE PROGRESS PLAZA, STE 1500 ST PETERSBURG FL 33701	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP V RHAMEY, J. PATRICK ONE PROGRESS PLAZA, STE 1500 ST PETERSBURG FL 33701	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP V LITTLE, BRENT ONE PROGRESS PLAZA, STE 1500 ST PETERSBURG FL 33701	6.1 TITLE 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: *[Signature]* DATE **03/26/98**

CR2E034 (10/97)