

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

FILED
May 07 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 # S04504 (4)

1. Corporation Name
HILLS OF Ocala PROPERTIES, INC.

Principal Place of Business 2740 E OAKLAND PARK BLVD SUITE 206 FT LAUDERDALE FL 33306 US	Mailing Address 2740 E OAKLAND PK BLVD SUITE 206 FT LAUDERDALE FL 33306 US
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 10/08/1990	4. FEI Number 65-0221806	Applied For <input type="checkbox"/> 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		

2. Principal Place of Business 21 265 W. 33 St Suite, Apt. #, etc.	2a. Mailing Address 26 PO BOX 403046 Suite, Apt. #, etc.
22 City & State 23 MIAMI BCH FL 24 Zip 33140 25 Country DADE	27 City & State 28 MIAMI BCH FL 29 Zip 33140 30 Country DADE

9. Name and Address of Current Registered Agent LEXA, JOSEPH J. 2740 E OAKLAND PARK BLVD SUITE 206 FT LAUDERDALE FL 33306	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 265 W 33 St. 83 84 City MIAMI BCH FL 85 Zip Code 33140
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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 

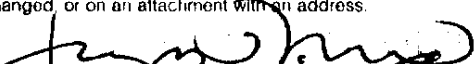
(NOTE: Registered Agent signature required when reinstating)

4/23/98

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD LEXA, JOSEPH J. 2740 E OAKLAND PARK BLVD, SUITE 206 FT LAUDERDALE FL	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	265 W 33 St. MIAMI BCH FL 33140
TITLE NAME STREET ADDRESS CITY-ST-ZIP	ST LEXA, JOSEPH J. 2740 E OAKLAND PARK BLVD, SUITE 206 FT LAUDERDALE FL	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	265 W. 33 St. MIAMI BCH FL 33140
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BARNEY, RANDY L. 2740 E OAKLAND PARK BLVD, SUITE 206 FT LAUDERDALE FL	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	265 W. 33 St. MIAMI BCH FL 33140
TITLE NAME STREET ADDRESS CITY-ST-ZIP		4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		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:



4/23/98 305-6740155

CR2E034 (10/97)