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NONPROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 761955

1. Corporation Name

OAK CREST/ACORN RESIDENTS' CLUB, INC.

Principal Place of Business

9925 ULMERTON RD.
 #253
 LARGO FL 33771
 US

Mailing Address

9925 ULMERTON RD
 #253
 LARGO FL 34641
 US



2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

24 Zip 25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip 29 Country

3. Date Incorporated or Qualified

02/12/1982

4. FEI Number

59-2288746

Applied For
 Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

9. Name and Address of Current Registered Agent

MCLANE, THEODORE F.
251 N CLEARWATER-LARGO ROAD
LARGO FL

10. Name and Address of New Registered Agent

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 617.0502 and 617.1508, 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 617.0503, 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 PD DELETE
 NAME GIUNTA, DORIS
 STREET ADDRESS 9925 ULMERTON RD. #253
 CITY-ST-ZIP LARGO FL

TITLE VD DELETE
 NAME JENNET BUCHER
 STREET ADDRESS #532
 CITY-ST-ZIP LARGO FL

TITLE VD DELETE
 NAME EDITH BLAIRE
 STREET ADDRESS #43
 CITY-ST-ZIP LARGO FL

TITLE S DELETE
 NAME IRENE RHEIN
 STREET ADDRESS #432
 CITY-ST-ZIP LARGO FL

TITLE T DELETE
 NAME FRAN MACLEAN
 STREET ADDRESS #176
 CITY-ST-ZIP LARGO FL

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE JENNET BUCHER Change Addition
 1.2 NAME
 1.3 STREET ADDRESS 9925 ULMERTON RD # 532
 1.4 CITY-ST-ZIP LARGO FL

2.1 TITLE VD Change Addition
 2.2 NAME LESTER KIM
 2.3 STREET ADDRESS 9925 ULMERTON RD # 419
 2.4 CITY-ST-ZIP LARGO FL

3.1 TITLE VD Change Addition
 3.2 NAME JOAN FASY
 3.3 STREET ADDRESS 9925 ULMERTON RD # 543
 3.4 CITY-ST-ZIP LARGO FL

4.1 TITLE S Change Addition
 4.2 NAME RUTH SCUI.Y
 4.3 STREET ADDRESS 9925 ULMERTON RD #16
 4.4 CITY-ST-ZIP LARGO FL

5.1 TITLE T Change Addition
 5.2 NAME FRAN MACLEAN
 5.3 STREET ADDRESS 9925 ULMERTON RD # 176
 5.4 CITY-ST-ZIP LARGO FL

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

FRAN MACLEAN
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Feb 10, 1999
 DATE

Daytime Phone #

CR2E037 (1/198)