

2000 UNIFORM BUSINESS REPORT (UBR)

FILED
May 02, 2000 8:00 am
Secretary of State

05-02-2000 90107 032 ***150.00

DOCUMENT # F96000003800

1. Entity Name
SUNTERRA CORPORATION

839590



DO NOT WRITE IN THIS SPACE

Principal Place of Business 1781 PARK CENTER DR ORLANDO FL 32835 US	Mailing Address 1781 PARK CENTER DR ORLANDO FL 32835-6210 US
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2. Principal Place of Business Suite, Apt. #, etc.	3. Mailing Address Suite, Apt. #, etc.
City & State	City & State
Zip Country	Zip Country

4. FEI Number 95-4582157	Applied For <input type="checkbox"/>	Not Applicable <input type="checkbox"/>
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	

6. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

7. Name and Address of New Registered Agent

Name _____
 Street Address (P.O. Box Number is Not Acceptable) _____
 City **FL** Zip Code _____

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)

FILE NOW!!! FEE IS \$150.00
After MAY 1, 2000 Fee will be \$550.00
Make Check Payable to Department of State

10. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

See Complete List Attached

11. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	P MILLER, L. STEVEN 1781 PARK CENTER DRIVE ORLANDO FL 32835	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S BELL, THOMAS A 1781 PARK CENTER DRIVE ORLANDO FL 32835	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T GOODMAN, RICHARD 1781 PARK CENTER DRIVE ORLANDO FL 32835	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D KANEKO, OSAMU 5933 WEST CENTURY BLVD LOS ANGELES CA 90045	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D GESSOW, ANDREW J 2934 WOODSIDE ROAD WOODSIDE CA 94062	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D KENNINGER, STEVEN C 1815 VIA EL PRADO, SUITE 102 REDONDO BEACH CA 90277	<input checked="" type="checkbox"/> Delete

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP	President & Director T. Lincoln Morison 1781 Park Center Drive Orlando, FL 32835	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Treasurer Carol Sullivan 9921 Covington Cross Drive Las Vegas, NV 89134	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

13. 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Thomas A. Bell (407) 532-1000
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Thomas A. Bell, Secretary
 Date: 4/28/00 Daytime Phone # _____

CRZE034 (9/99)

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Sunterra Corporation
Officers

<u>Name and Title</u>	<u>Address and Phone</u>
Richard Harrington Co-Chief Executive Officer	1781 Park Center Drive Orlando, FL 32835 (407) 532-1000
T. Lincoln Morison Co-Chief Executive Officer, & President	1781 Park Center Drive Orlando, FL 32835 (407) 532-1000
Richard Goodman Chief Financial Officer, & Executive Vice-President – Finance and Administration	1781 Park Center Drive Orlando, FL 32835 (407) 532-1000
Thomas A. Bell Sr. Vice President, Secretary, & General Counsel	1781 Park Center Drive Orlando, FL 32835 (407) 532-1000
Charles C. Frey President – Sunterra USA	1781 Park Center Drive Orlando, FL 32835 (407) 532-1000
Genevieve Giannoni Sr. Vice President - Owner Services	1781 Park Center Drive Orlando, FL 32835 (407) 532-1000
Michael V. Paulin Sr. Vice President - Hospitality Management	1875 S. Grant Street Suite 650 San Mateo, CA (650) 312-7171
Carol Sullivan Treasurer & Sr. Vice President - Mortgage Portfolio	9921 Covington Cross Drive Suite 105 Las Vegas, NV 89134 (702) 804-8600
Colin A. Drummond Sr. Vice President - Technology	6925 Lake Ellenor Drive Orlando, FL 32809 (407) 532-1000
John Edmondson Vice President - Sales & Marketing - St. Maarten	Sunterra Resorts –Flamingo Beach Billy Ford Road Pelican Key, St. Maarten, N.A. 011 5995-43900
Wayne Rickman Vice President – Sales & Marketing & Broker	3800 Greencastle Drive Williamsburg, VA 23188 (757) 220-9300

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Sunterra Corporation
Officers

Name and Title

Address and Phone

Christian Hayes
Vice President
Direct Marketing – East

6880 Lake Ellenor Drive
Orlando, FL 32809
(407) 532-1000

Andrew Gennuso
Sr. Vice President -
Operations

2714 Loker Avenue
Suite 250
Carlsbad, CA 92008
(760) 431-4300

Ann Cohen
Vice President -
Corporate Accounting

1781 Park Center Drive
Orlando, FL 32835
(407) 532-1000

Sandra K. Michel
Assistant Secretary

1781 Park Center Drive
Orlando, FL 32835
(407) 532-1000

Robert Davis
Vice President -
Acquisitions & Development

1781 Park Center Drive
Orlando, FL 32835
(407) 532-1000