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|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-------------------------------------------------------------------------|---------|-------------|
| No. <b>C 103890</b>                                                                                                                                    |                     | <b>Due no later than Nov 30, 2007</b>                                                                                                                                                           |                 | 2. Registered Agent and Address <b>(NO PO BOX)</b>                      |         |             |
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b> |                     | <b>Annual Report Form</b><br><br><b>1. Mailing Address: Correct in this box if needed.</b><br>BLUEGREEN CORPORATION<br>LEGAL DEPARTMENT<br>4960 CONFERENCE WAY N STE 100<br>BOCA RATON FL 33431 |                 | PRENTICE-HALL CORP. SYSTEM<br>1401 SHORELINE DR STE 2<br>BOISE ID 83702 |         |             |
|                                                                                                                                                        |                     |                                                                                                                                                                                                 |                 | 3. <u>New</u> Registered Agent Signature:*                              |         |             |
| 4. Corporations: Enter Names and Business Addresses of President, Secretary, and Directors. Treasurer (optional).                                      |                     |                                                                                                                                                                                                 |                 |                                                                         |         |             |
| Office Held                                                                                                                                            | Name                | Street or PO Address                                                                                                                                                                            | City            | State                                                                   | Country | Postal Code |
| PRESIDENT                                                                                                                                              | JOHN M. MALONEY     | 4960 CONFERENCE WAY NORTH SUITE 100                                                                                                                                                             | BOCA RATON      | FL                                                                      | USA     | 33431       |
| SECRETARY                                                                                                                                              | JAMES R MARTIN      | 4960 CONFERENCE WAY NORTH SUITE 100                                                                                                                                                             | BOCA RATON      | FL                                                                      | USA     | 33431       |
| TREASURER                                                                                                                                              | ANTHONY M. PULEO    | 4960 CONFERENCE WAY NORTH SUITE 100                                                                                                                                                             | BOCA RATON      | FL                                                                      | USA     | 33431       |
| DIRECTOR                                                                                                                                               | JOHN E ABDO         | BANK ATLANTIC 1350 NE 56 ST, SUITE 200                                                                                                                                                          | FORT LAUDERDALE | FL                                                                      | USA     | 33334       |
| DIRECTOR                                                                                                                                               | NORMAN H BECKER     | 1909 TYLER STREET, SUITE 603                                                                                                                                                                    | HOLLYWOOD       | FL                                                                      | USA     | 33020       |
| DIRECTOR                                                                                                                                               | SCOTT HOLLOWAY      | 6550 N. FEDERAL HIGHWAY                                                                                                                                                                         | FORT LAUDERDALE | FL                                                                      | USA     | 33308       |
| DIRECTOR                                                                                                                                               | JOHN LAGUARDIA      | 2100 WEST CYPRESS CREEK ROAD                                                                                                                                                                    | CORDOVA         | TN                                                                      | USA     | 33309       |
| DIRECTOR                                                                                                                                               | ALAN B LEVAN        | 2100 WEST CYPRESS CREEK ROAD                                                                                                                                                                    | FORT LAUDERDALE | FL                                                                      | USA     | 33309       |
| DIRECTOR                                                                                                                                               | MARK NERENHAUSEN    | BROWARD CTR PERFORMING ARTS 201 SW 5TH AVE                                                                                                                                                      | FORT LAUDERDALE | FL                                                                      | USA     | 33312       |
| DIRECTOR                                                                                                                                               | J. LARRY RUTHERFORD | SOUTHSTAR DEVELOPMENT PARTNERS 255 ALHAMBRA CIRCLE, SUITE 325                                                                                                                                   | CORAL GABLES    | FL                                                                      | USA     | 33134       |
| DIRECTOR                                                                                                                                               | LARRY CIRILLO       | 755 SATURN STREET                                                                                                                                                                               | JUPITER         | FL                                                                      | USA     | 33744       |
| DIRECTOR                                                                                                                                               | ARNOLD SEVELL       | 2295 CORPORATE BLVD NW SUITE 131                                                                                                                                                                | BOCA RATON      | FL                                                                      | USA     | 33431       |
| DIRECTOR                                                                                                                                               | ROBERT F. DWORS     | 790 E. BROWARD BOULEVARD SUITE 201B                                                                                                                                                             | FORT LAUDERDALE | FL                                                                      | USA     | 33301       |
| 5. Organized Under the Laws of:<br><br><b>MA<br/>C 103890</b>                                                                                          |                     | 6. Annual Report must be signed.*<br>Signature: James R. Martin<br>Name (type or print): James R. Martin<br><br>Date: 10/05/2007<br>Title: Secretary                                            |                 |                                                                         |         |             |
| Processed 10/05/2007                                                                                                                                   |                     | * Electronically provided signatures are accepted as original signatures.                                                                                                                       |                 |                                                                         |         |             |