



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3040

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: June 1 - June 30 • Filing Fee: \$20.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 36491		2. Name of Corporation THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.	
3. State of Incorporation RHODE ISLAND		4. Corporate address in Rhode Island - Street Address 337 Thames Street	
		City Newport	Zip 02840
5. Foreign corporation. Enter principal office address		City	State
			Zip
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island TIMESHARE HOTEL			
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS			
President Name Stuart Cooper		Vice President Name Leon Comeau	
Street Address 35 Bloomfield Avenue		Street Address 9 Fir Circle	
City Hartford	State CT	Zip 06105	City Rockland
			State MA
			Zip 02370
Secretary Name George Shaw		Treasurer Name George Shaw	
Street Address 7775 Yardley Drive #203		Street Address 7775 Yardley Drive #203	
City Tamarac	State FL	Zip 33321	City Tamarac
			State FL
			Zip 33321
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS			
THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3). R.I.G.L. 7-6-23			
Director Name Michael Fisher		Director Name Joyce Dugas	
Street Address 130 Touro Street		Street Address 93 South Fourth Avenue	
City Newport	State RI	Zip 02840	City Taftville
			State CT
			Zip 06380
Director Name John Steller		Director Name James Holmes	
Street Address 6 Park Place		Street Address P.O. Box 4380	
City Newburgh	State NY	Zip 12550	City Middletown
			State RI
			Zip 02842
9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78			
Agent Name RICHARD M. FISHER		Address 130 Touro Street	
Address 130 TOURO STREET		City NEWPORT	Zip 02840

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



36491

File Date	<u>6-20-05</u>
Check No.	<u>18430</u>
By:	<u>OW</u>
FOR SECRETARY OF STATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Stuart Cooper

Print or Type Name of Officer

President

Title of Officer

Date



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3040

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: June 1 - June 30 • Filing Fee: \$20.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 36491		2. Name of Corporation THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.			
3. State of Incorporation RHODE ISLAND		4. Corporate address in Rhode Island - Street Address 337 Thames Street		City Newport	Zip RI 02840
5. Foreign corporation. Enter principal office address			City	State	Zip
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island TIMESHARE HOTEL					
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Stuart Cooper			Vice President Name Leon Comeau		
Street Address 35 Bloomfield Avenue			Street Address 9 Fir Circle		
City Hartford	State CT	Zip 06105	City Rockland	State MA	Zip 02370
Secretary Name George Shaw			Treasurer Name George Shaw		
Street Address 7775 Yardley Drive #203			Street Address 7775 Yardley Drive #203		
City Tamarac	State FL	Zip 33321	City Tamarac	State FL	Zip 33321
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3). R.I.G.L. 7-6-23					
Director Name Michael Fisher			Director Name Joyce Dugas		
Street Address 130 Touro Street			Street Address 93 South Fourth Avenue		
City Newport	State RI	Zip 02840	City Tatfville	State CT	Zip 06380
Director Name John Steller			Director Name James Holmes		
Street Address 6 Park Place			Street Address P.O. Box 4380		
City Newburgh	State NY	Zip 12550	City Middletown	State RI	Zip 02842
9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78					
Agent Name RICHARD M. FISHER			Address 130 Touro Street		
Address 130 TOURO STREET			City NEWPORT	Zip 02840	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 3 6 4 9 1 *

File Date	6/28/04
Check No.	17846
By:	
FOR SECRETARY OF STATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer
Date 6/11/04
Print or Type Name of Officer
STUART T. COOPER
Title of Officer
President

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: June 1 - June 30 • Filing Fee: \$20.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)


1. Corporate ID No. 36491		2. Name of Corporation THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.	
3. State of Incorporation RHODE ISLAND	4. Corporate address in Rhode Island - Street Address 337 THAMES ST.	City NEWPORT	Zip 02840
5. Foreign corporation. Enter principal office address		City	State
			Zip
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island. TIMESHARE HOTEL			

7. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name STUART COOPER			Vice President Name LEON COMEAU		
Street Address c/o RBC DAIN RAUSCHER 1 CORPORATE CTR.			Street Address LJC FINANCIAL SVS. 145 WASHINGTON ST.		
City HARTFORD	State CT	Zip 06103	City NORWELL	State MA	Zip 02061
Secretary Name GEORGE SHAW			Treasurer Name RICHARD M. FISHER		
Street Address 52 CHANDLER DR.			Street Address 130 TOURO ST.		
City MARSHFIELD	State MA	Zip 02050	City NEWPORT	State RI	Zip 02840

8. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN THE SPACES BEFORE USING ATTACHMENTS THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3). R.I.G.L. 7-6-23					
Director Name JOYCE DUGAS			Director Name JOHN STELLER		
Street Address 93 So FOURTH AVE.			Street Address 6 PARK PL.		
City TAFTVILLE	State CT	Zip 06380	City NEWBURGH	State NY	Zip 12550
Director Name JAMES HOLMES			Director Name		
Street Address c/o RHINO BAR & GRILLE 337 THAMES ST.			Street Address		
City NEWPORT	State RI	Zip 02840	City	State	Zip

9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78		
Agent Name RICHARD M. FISHER		Address
Address 130 TOURO STREET		City NEWPORT
		Zip 02840

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 3 6 4 9 1 *

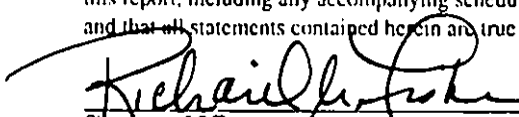
File Date 6-9-03

Check No. 17231

By 2

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



Signature of Officer
RICHARD M. FISHER

Print or Type Name of Officer
TREASURER

5 JUNE 2003

Date

Title of Officer

Filing Fee: \$20.00

To be filed annually during
the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number DNP-36491

Annual Report for the year 2002

1. The name of the corporation is THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.
2. The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
3. The address of the registered office of the corporation in this state is 130 TOURO STREET NEWPORT, RI 02840
and the name of its registered agent in this state at that address is RICHARD M. FISHER
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is TIMESHARE HOTEL
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is _____
6. Corporate address in Rhode Island 337 THAMES STREET, NEWPORT, RI 02840
7. Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
<u>JOYCE DUGAS</u>	<u>Director</u>	<u>93 So 4th Ave., Taftville, CT 06380</u>
<u>GEORGE SHAW</u>	<u>Director</u>	<u>52 Chandler Dr., Mansfield, MA 02060</u>
<u>JAMES HOLMES</u>	<u>Director</u>	<u>c/o Rhino Bar 337 Thames St., Newport, RI 02840</u>
<u>JOHN STELLER</u>	<u>President</u>	<u>6 Park Pl., Newburgh, NY 12550</u>
<u>LEON COMEAU</u>	<u>Vice-President</u>	<u>LJC Financial Svs. 145 Washington St., Norwell, MA 02061</u>
<u>STUART COOPER</u>	<u>Secretary</u>	<u>c/o Tucker Anthony, 1 Corporate Ctr., Hartford, CT 06103</u>
<u>RICHARD FISHER</u>	<u>Treasurer</u>	<u>130 Touro st. Newport, RI 02840</u>

Dated: 22May 2002

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



* 3 6 4 9 1 *

FOR SECRETARY OF STATE USE ONLY

File Date: 6-5-02

Check No.: 160543

By: [Signature]

By: [Signature] Exact Name of Corporation

Title PRESIDENT

(Report must be signed by an officer)

Form No. 631
Revised 5/98

Filing Fee: \$20.00

To be filed annually during
the month of June.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number DNP-36491

Annual Report for the year 2001

1. The name of the corporation is THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.
2. The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
3. The address of the registered office of the corporation in this state is 130 TOURO STREET NEWPORT, RI 02840
and the name of its registered agent in this state at that address is RICHARD M. FISHER
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is TIMESHARE HOTEL
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is _____
6. Corporate address in Rhode Island _____
7. Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
JOYCE DUGAS	Director	93 So. 4th Ave., Taftville, CT 06380
GEORGE SHAW	Director	52 Chandler Dr., Marshfield, MA 02050
DOUGLAS COHEN	Director	c/o Hotel Viking. 1 Bellevue Ave., Newport, RI 02840
JOHN STELLER	President	6 Park Pl., Newburgh, NY 12550
LEON COMEAU	Vice-President	LJC Financial Svcs, 145 Washington St., Norwell, MA 02061
STUART COOPER	Secretary	c/o Tucker Anthony. 1 Corporate Ctr., Hartford, CT 06103
RICHARD M. FISHER	Director	130 Touro St., Newport, RI 02840

Dated: 6/8/01

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



FOR SECRETARY OF STATE USE ONLY

File Date: 6-11-01

Check No.: 159760

Rv.

Exact Name of Corporation

By

John Steller

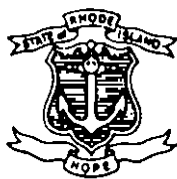
Title

PRESIDENT

(Report must be signed by an officer)

Filing Fee: \$20.00

To be filed annually during
the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number DNP-36491

Annual Report for the year 2000

1. The name of the corporation is THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.
2. The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
3. The address of the registered office of the corporation in this state is 130 TOURO ST. NEWPORT, RI 02840
and the name of its registered agent in this state at that address is RICHARD M. FISHER
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Timeshare Hotel
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is _____
6. Corporate address in Rhode Island _____
7. Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
<u>JOYCE DUGAS</u>	<u>Director</u>	<u>93 So Fourth Ave., Taftville, CT 06380</u>
<u>GEORGE SHAW</u>	<u>Director</u>	<u>52 Chandler Dr., Marshfield, MA 02050</u>
<u>DOUGLAS COHEN</u>	<u>Director</u>	<u>c/o Hotel Viking 1 Bellevue Ave., Npt, RI 02840</u>
<u>JOHN STELLER</u>	<u>President</u>	<u>6 Park Pl., Newburgh, NY 12550</u>
<u>LEON COMEAU</u>	<u>Vice-President</u>	<u>LJC Financial Services/145 Washington St., Norwell, MA 02061</u>
<u>STUART COOPER</u>	<u>Secretary</u>	<u>c/o Tucker Anthony 1 Corporate Ctr, Hartford, CT 06103</u>
<u>RICHARD M FISHER</u>	<u>Treasurer</u> <u>DIRECTOR</u>	<u>130 Touro St., Newport, RI 02840</u>

Dated: 6/22/00

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.



* 3 6 4 9 1 *

FOR SECRETARY OF STATE USE ONLY

File Date: 6/12/00

Check No.: 15432

Rev. 2

Exact Name of Corporation

By John Steller

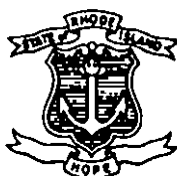
Title President

(Report must be signed by an officer)

Form No. 631
Revised 5/98

Filing Fee: \$20.00

To be filed annually during
the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number ND-36491

Annual Report for the year 1999

1. The name of the corporation is THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.
2. The state or other jurisdiction under the laws of which it is incorporated is Rhode Island
3. The address of the registered office of the corporation in this state is 130 TOURO STREET NEWPORT, RI 02840
and the name of its registered agent in this state at that address is RICHARD M. FISHER
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Hotel & Timeshare operations
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is _____
6. Corporate address in Rhode Island 337 Thomas St P.O. Box 1440
Newport, RI 02840
7. Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)

NAME

OFFICE

ADDRESS

Joyce Dugas	Director	93 South Fourth Ave., Taftville, CT 06390
Michael Fisher	Director	130 Touro Street, Newport, RI 02840
Douglas Cohen	Director	1 Bellevue Ave., Newport, RI 02840
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice-President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marchfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Nartford, CT 06103

Dated: 9 June 1999



Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Newport Bay Club Homeowners Association

Exact Name of Corporation

By John Steller

Title John Steller, President

(Report must be signed by an officer)

FOR SECRETARY OF STATE USE ONLY

File Date: 6-24-99

Check No.: 14895

By: AMF

Form No. NP-13
Revised 5/98

DETACH BOTTOM BEFORE RETURNING

Filing Fee: \$20.00

To be filed annually during
the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number ND-36491

Annual Report for the year 1998

1. The name of the corporation is THE NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.
2. The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
3. The address of the registered office of the corporation in this state is 130 TOURO STREET NEWPORT, RI 02840
and the name of its registered agent in this state at that address is RICHARD M. FISHER
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is TIMESHARE HOTEL
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is N/A
6. Corporate address in Rhode Island 337 THAMES STREET
NEWPORT, RI 02840
7. Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)

NAME	OFFICE	ADDRESS
Douglas Cohen	Director	One Bellevue Avenue, Newport, RI 02840
Joyce Dugas	Director	93 South Fourth Avenue, Taftville, CT 06280
Bruce Pinsky	Director	560 Cole Avenue, Providence, RI 02906
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice-President	145 Washington Street, Norwell, MA 02061
Stuart Cooper	Secretary	One Corporate Center, Hartford, CT 06103
George Shaw	Treasurer	52 Chandler Drive, Marshfield, MA 02050

Dated: 6/26/98



Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

NEWPORT BAY CLUB HOMEOWNERS ASSOCIATION, INC.

Exact Name of Corporation

By John Steller
Title PRESIDENT
(Report must be signed by an officer)

FOR SECRETARY OF STATE USE ONLY
File Date: 6/29/98
Check No.: 14402
By: COMA

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

Corporation Division
100 North Main Street
Providence, RI 02903

NON-PROFIT CORPORATION

Corporate ID Number.....0036491.....

Annual Report for the year.....1997.....

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, INC.

SECOND: It is incorporated under the laws of

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: Corporate address in Rhode Island

SIXTH: Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, Reenactment of 1994, the number of Directors of a corporation shall not be less than three (3).)

THIS REPORT WILL NOT BE ACCEPTED UNLESS THREE (3) DIRECTORS ARE LISTED.

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourth Avenue, Tatfville, CT 06390
Bruce Pinsky	Director	111 Harrison Avenue B#5, Newport, RI 02840
Douglas Cohen	Director	One Bellevue Avenue, Newport, RI 02840
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice-President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: July 1, 19 97

FILED

JUL 23 1997

By WP-13903

Newport Bay Club Association, Inc.
(Name of Corporation)

By John Steller

Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form N-14 must be filed.
Please contact the Corporation Division, 277-3040, for further information.

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

Corporation Division
100 North Main Street
Providence, RI 02903

NON-PROFIT CORPORATION

Corporate ID Number 0036491

Annual Report for the year 1996

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, INC.

SECOND: It is incorporated under the laws of the State of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is

Operation of a time-share hotel facility in Newport, RI

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of
which it is incorporated is N/A

FIFTH: Corporate address in Rhode Island America's Cup at Thames St., Newport, RI

02840

SIXTH: Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956,
Reenactment of 1994, the number of Directors of a corporation shall not be less than three (3).)

THIS REPORT WILL NOT BE ACCEPTED UNLESS THREE (3) DIRECTORS ARE LISTED.

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourth Ave. Taftville, CT 06390
Bruce Pinsky	Director	111 Harrison Avenue B#5, Newport, RI 02840
Douglas Cohen	Director	1 Bellevue Avenue, Newport, RI 02840
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice-President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Hartford, CT 06103

Dated: May 28 19 96

PAID

JUN 17 1996

SEC'Y OF STATE

Newport Bay Club Association, Inc.

(Name of Corporation)

By

Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form N-14 must be filed.

Please contact the Corporation Division, 277-3040, for further information.

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

Corporation Division
100 North Main Street
Providence, RI 02903

NON-PROFIT CORPORATION

Corporate ID Number 0036491 Annual Report for the year 1995

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, INC.

SECOND: It is incorporated under the laws of Providence, Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Timeshare Hotel

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is N/A

FIFTH: Corporate address in Rhode Island 337 Thames Street - P.O. Box 1440
Newport, Rhode Island 02840

SIXTH: Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, Reenactment of 1994, the number of Directors of a corporation shall not be less than three (3).)

THIS REPORT WILL NOT BE ACCEPTED UNLESS THREE (3) DIRECTORS ARE LISTED.

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourth Ave., Taftville, CT 06380
Bruce Pinsky	Director	111 Harrison Avenue B#5, Newport, RI 02840
Douglas Cohen	Director	C/O Viking Hotel - One Bellevue Avenue, Newport, RI 02840
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice-President	145 Washington Streer, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: June 2, 1995 19

PAID

JUN 9 1995
KID 12812
SECY OF STATE

NEWPORT BAY CLUB ASSOCIATION, INC.
(Name of Corporation)

By

Title

John Steller
President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form N-14 must be filed.
Please contact the Corporation Division, 277-3040, for further information.

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number...36491.....

Annual Report for the year...1994.....

FIRST: The name of the corporation is...Newport Bay Club Association, Inc.....

SECOND: It is incorporated under the laws of...Rhode Island.....

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is.....
timeshare management associationFOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of
which it is incorporated is.....

FIFTH: Corporate address in Rhode Island...337...Thames Street, Newport, RI 02840.....

P.O. BOX 1440, Newport, RI 02840.....

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street, number if any, and zip code)

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourth Ave., Taftville, CT 06390
Bruce Pinsky	Director	111 Harrison Avenue, B#5, Newport, RI 02840
Douglas Cohen	Director	11 Harrison Avenue, Newport, RI 02840
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: January 27, 1995

Newport Bay Club Association, Inc.
(Name of Corporation)**FILED**By John Steller

FEB 6 1995

Title PresidentBy AMB# 29 133792

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number...36491.....

Annual Report for the year...1993.....

FIRST: The name of the corporation is...Newport Bay Club Association, Inc.....

SECOND: It is incorporated under the laws of...Rhode Island.....

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is.....
timeshare management association.....

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is.....

FIFTH: Corporate address in Rhode Island...337 Thames Street, Newport, RI 02840.....
P.O. Box 1440, Newport, RI 02840.....

SIXTH: Names and addresses of its directors and officers

(Addresses must include street, number if any, and zip code)

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourt Ave... Taftville, CT 06390
Bruce Pinsky	Director	111 Harrison Avenue, B#5, Newprt, RI 02840
Douglas Cohen	Director	11 Harrison Avenue, Newport, RI 02840
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center...Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: January 27 1995

Newport Bay Club Association, Inc.
(Name of Corporation)By John Steller

Title President

FILED

FEB

6 1995

AMTH 29, 133792

(Report must be signed by an officer)

By If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number 0036491

Annual Report for the year 1992

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, INC

SECOND: It is incorporated under the laws of Providence, Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Timeshare Hotel

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is N/A

FIFTH: Corporate address in Rhode Island 337 Thames Street, P.O. Box 1440
Newport, RI 02840

SIXTH: Names and addresses of its directors and officers:

PAID

AUG 03 1992

SECY OF STATE

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourth Ave., Taftville, CT 06380
Bruce Pinsky	Director	111 Harrison Ave., B#5, Newport, RI 02840
Douglas Cohen	Director	Hamilton D14 Harvard Business School, Boston, MA 02163
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: 1/22 1992

Newport Bay Club Assoc.
(Name of Corporation)

By

Title

(Report must be signed by an officer)

10784 JB.

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

Corporate ID Number: 0038491 Annual Report for the year: 1991

FIRST: The name of the corporation is: THE NEWPORT BAY CLUB ASSOCIATION, INC

SECOND: It is incorporated under the laws of: Providence, Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is:
Timeshare HotelFOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of
which it is incorporated is: N/AFIFTH: Corporate address in Rhode Island: 337 Thames Street, P.O. Box 1440
Newport, RI 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

PAID
AUG 03 1992
SECY OF STATE

NAME	OFFICE	ADDRESS
Joyce Dugas	Director	93 South Fourth Ave., Taftville, CT 06380
Bruce Pinsky	Director	111 Harrison Ave., B/H5, Newport, RI 02840
Douglas Cohen	Director	Hamilton D14 Harvard Business School, Boston, MA 02163
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington Street, Norwell, MA 02061
George Shaw	Secretary	52 Chandler Drive, Marshfield, MA 02050
Stuart Cooper	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: 1/22 1992

(Name of Corporation)

By:

Title:

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to the Corporation Division, 100 North Main Street, Providence, RI 02903

Filing Fee: \$10.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number 0036491

Annual Report for the year 1990

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Hotel & Timeshare

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is U, A

FIFTH: Corporate address in Rhode Island 337 Thames St
Newport, R.I. 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
George Shaw	Director	52 Chandlers Drive, Marshfield, MA 02050
Bruce Pinshy	Director	111 Harrison Ave B#5 Newport RI 02840
Joyce Dugas	Director	93 South Fourth Ave, Taftville, CT 06380
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington St, Norweld, MA 02061
Stuart Cooper	Secretary	c/o Tucker Anthony
	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: 10/15 1990 PAID Newport Bay Club Association, Inc
(Name of Corporation)

OCT 29 1990 By John Steller
SECY OF STA Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

Filing Fee: \$10.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

Corporate ID Number 000451

Annual Report for the year 1989

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is Hotel & Timeshare

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is U.S.A.

FIFTH: Corporate address in Rhode Island 337 Thames St
Newport, R.I. 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
George Shaw	Director	52 Chandler Drive, Marshfield, MA 02050
Bruce Pinshy	Director	111 Harrison Ave B#5 Newport RI 02840
Joyce Dugas	Director	93 South Fourth Ave, Taftville, CT 06380
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington St, Norwell, MA 02061
Stuart Cooper	Secretary	c/o Tucker Anthony
	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: 10/15 1990

PAID
OCT 29 1990

By John Steller
Title President

(Name of Corporation) Newport Bay Club Association, Inc

REC'D OF STATE

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

Filing Fee: \$10.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number 0035491

Annual Report for the year 1988

FIRST: The name of the corporation is

THE NEWPORT BAY CLUB ASSOCIATION, INC.

SECOND: It is incorporated under the laws of

Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is

Hotel & Timeshare

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

U, A

FIFTH: Corporate address in Rhode Island

337 Thames St

Newport, R.I. 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
George Shaw	Director	52 Chandler Drive, Marshfield, MA 02050
Bruce Pinshy	Director	111 Harrison Ave B#5 Newport RI 02840
Joyce Dugas	Director	93 South Fourth Ave, Taftville, CT 06380
John Steller	President	6 Park Place, Newburgh, NY 12550
Leon Comeau	Vice President	145 Washington St, Norwell, MA 02061
Stuart Cooper	Secretary	c/o Tucker Anthony
	Treasurer	One Corporate Center, Hartford, CT 06103

(If additional space is needed, attach rider)

Dated: 10/15 1990

PAID

OCT 29 1990

Newport Bay Club Association, Inc
(Name of Corporation)

By

Title

John Steller
President

SEC'Y OF STATE

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number 36491 Annual Report for the year 1987

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, I
NC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is
non-profit Homeowners Association

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of
which it is incorporated is

FIFTH: Corporate address in Rhode Island Americas Cup & Thames St (Box 1440)
Newport, R.I. 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street, number if any, and zip code)

AUG 26 1987

NAME	OFFICE	ADDRESS
George F. Shaw	Director	52 Chandler Dr. Marshfield, Ma. 02050
Melvin Hill	Director	14 Pelham St. Newport, R.I. 02840
Stuart Cooper	Director	40 Tucker Anthony One Corporate Ctr. Hartford, Ct. 06103
John Steller	President	6 Park Place Newburgh, N.Y. 12550
Leon Comeau	Vice President	98 Mill River Dr. Weymouth, Ma. 02158
James Honohan	Secretary/Treasurer	10 Blossom St. Fairhaven, Ma. 02719
Bruce V. Pinsky	Director Treasurer	1 Osborne Court/Church St. Newport, RI 02840

(If additional space is needed, attach rider)

Dated: 19

The Newport Bay Club Association
(Name of Corporation)

By Leo J. Comeau

Title Vice President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 270 Westminster Mall, Providence, RI 02903.

Filing Fee: \$10.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number 36491

Annual Report for the year 1986

FIRST: The name of the corporation is THE NEWPORT BAY CLUB ASSOCIATION, I
NC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is a time-sharing hotel.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is N/A

FIFTH: Corporate address in Rhode Island 130 Touro Street, Newport, Rhode Island 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street, number if any, and zip code)

NAME	OFFICE	ADDRESS
George Shaw	Director	52 Chandler Drive, Marshfield, MA 02050
Melvin Hill	Director	Perry Mill Market, 14 Pelham St., Newport, RI 02840
Stuart Cooper	Director	123 Sedgwick Road, West Hartford, CT 06107
Bruce V. Pinsky	President	One Osborne Court, Church Street, Newport, RI 02840
Leon Comeau	Director	58 Esta Road, Plymouth, MA 02360
James Honohan	Secretary-Treasurer	10 Blossom Street, Fairhaven, MA 02719
John Steller	Director	6 Park Place, Newburgh, NY 12550

(If additional space is needed, attach rider)

Dated: May 29th 19 86

NEWPORT BAY CLUB ASSOCIATION, INC.
(Name of Corporation)

PAID

By [Signature]
President

JUL 16 1986 AUG 12 1986

SECY. OF STATE

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 270 Westminster Mall, Providence, RI 02903.