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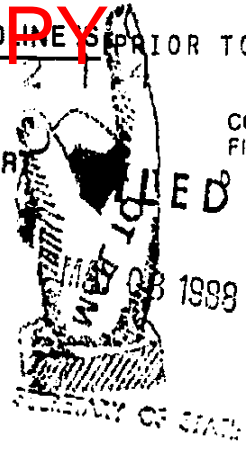
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Corporation Department
Secretary of State
Springfield, IL 62756
Telephone (217) 782-7808

STATE OF ILLINOIS
DOMESTIC CORPORATION ANNUAL REPORT

CORPORATION
FILE NO.
4004-578-6

YEAR OF 1986



1.) LAND BARONS INC.
% RICHARD T OLSZOWKA
CORPORATE NAME 335 ANTHONY TRAIL
REGISTERED AGENT NORTHBROOK, IL. 60062-0000
REGISTERED OFFICE
CITY, IL, ZIP CODE

2.) AGENT/OFFICE CHANGES ONLY (see 11h)

LAND BARONS INC.
Corporation Name
J. Thomas Gillespie
Registered Agent
17 N. Elmhurst Ave
Registered Office - Street Address
Mt. Prospect, Cook, IL 60056
City, County, IL Zip Code
E.M

3.) Date Incorporated 09/20/1968
Give complete address of principal office, if other than above:

17 N. Elmhurst Ave.
Mt. Prospect, IL 60056

Federal Employer Identification Number (FEIN)

4.) The names and addresses of the officers and directors are: (If officers are directors, so state.)

NAME	OFFICE	NUMBER & STREET	CITY	STATE	ZIP
J. Thomas Gillespie D.	President	17 N. Elmhurst Ave.	Mt. Prospect	IL	60056
Joseph Cascio VP&D	Secretary	9240 Woodland Drive	Wilmette	IL	60648
Michael T. Gillespie AS	Treasurer	17 N. Elmhurst Ave.	Mt. Prospect	IL	60056
William F. Lynn	Director	7022 Melrose	Chicago	IL	60634
Nicholas E. Miller	Director	200 Evergreen Ave	Mt. Prospect	IL	60056
Daniel J. Horvath	Director	1634 N. 24th Ave	Melrose Park	IL	60160

5.) The type of business actually conducted in Illinois is: Land investment club

6.) Number of shares authorized and issued (as of 06/30/86)

CLASS	SERIES	PAR VALUE	NUMBER AUTHORIZED	NUMBER ISSUED
NON-PAR			25,000	

7a.) The amount of paid-in capital as of 06/30/86 is:

*PAID-IN CAPITAL \$ 20,800

*"Paid-in Capital" replaces the terms Stated Capital and Paid-in Surplus. It does not include Retained Earnings.

7b.) The Paid-in Capital as of 06/30/86 on record with the Secretary of State is:

TOTAL \$ 20,800

(The figure in Item 7b may not be altered.)

ITEM 8 MUST BE SIGNED

8.) By J. Thomas Gillespie 4/30/88
(Any Authorized Officer's Signature) *(Title)* *(Date)*

Attest Michael T. Gillespie Treasurer 4-26-88
(Secretary's or ass't Secretary's Signature) *(Title)* *(Date)*
(Required only if changes listed in 2)

Under the penalty of perjury and as an authorized officer, I declare that this annual report and, if applicable, the statement of change of registered agent and/or office, pursuant to provisions of the Business Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete.

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3/10/81

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