

1.) CORPORATION NAME:

**BARCLAY TOWERS II TIME SHARE OWNERS
ASSOCIATION, INC.**

DUE DATE: **6/30/2014**

SCC ID NO: **03232170**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**SAMUEL R BROWN II
303 34TH ST STE 101
VIRGINIA BEACH, VA**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
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3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

VIRGINIA BEACH CITY

4.) STATE OR COUNTRY OF INCORPORATION:

VA

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 809 ATLANTIC AVE

CITY/ST/ZIP: VIRGINIA BEACH, VA 23451

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME:	MARY S. CONNELL	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	PRESIDENT		
ADDRESS:	12 WENLEY CIRCLE		
CITY/ST/ZIP/CO:	SMITHFIELD, VA 23430		

NAME:	MARY LOU MILLER	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	621 GREENTREE DRIVE		
CITY/ST/ZIP/CO:	VA BEACH, VA 23452		

NAME:	MARY ALICE MOORE	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	TREASURER		
ADDRESS:	44 SANDIE POINT LANE		
CITY/ST/ZIP/CO:	PORTSMOUTH, VA 23701		

NAME:	SHIRLEY SEWELL	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	SECRETARY		
ADDRESS:	2700 PLEASANT ACRES DRIVE		
CITY/ST/ZIP/CO:	VIRGINIA BEACH, VA 23453		

NAME:	VIOLA PINNIX	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	2321 TAPSCOTT AVENUE		
CITY/ST/ZIP/CO:	CHESAPEAKE, VA 23324		

NAME:	LEONARD J WATSON	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	22 YOSEMITE LANE		
CITY/ST/ZIP/CO:	FREDERICKSBURG, VA 22408		

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	IHOR PRYBYLA VICE PRESIDENT 5 PAGE PLACE POOSON, VA 23662	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
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I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ MARY S. CONNELL	MARY S. CONNELL, PRESIDENT	6/25/2014
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.