

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

04-29-1999 90129 031 ***130.00
250876

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



PROFIT CORPORATION ANNUAL REPORT 1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 250876

1. Corporation Name
CLOSTER FARMS INC

Principal Place of Business
316 ROYAL POINCIANA PLAZA
P.O. BOX 1059
PALM BEACH, FL 33480

Mailing Address
316 ROYAL POINCIANA PLAZA
P.O. BOX 1059
PALM BEACH, FL 33480

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
21 340 Royal Poinciana Way
Suite, Apt. #, etc.
22 Suite 316
City & State
23 Palm Beach, FL
Zip
24 33480

2a. Mailing Address
25 340 Royal Poinciana Way
Suite, Apt. #, etc.
27 Suite 316
City & State
28 Palm Beach, FL
Zip
29 33480

30 USA

3. Date Incorporated or Qualified
09/01/1961

4. FEI Number
59-0927006

5. Certificate of Status Desired \$8.75 Additional Fee Required

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

8. This corporation owes the current year intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent
CARSON, DONALD W.
316 ROYAL POINCIANA PL.
P.O. BOX 1059
PALM BEACH, FL 33480

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83 Suite 316
84 City
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE AS	<input type="checkbox"/> DELETE	1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME DEL BUSTO, JORGE		1.2 NAME 340 Royal Poinciana Way
STREET ADDRESS 316 ROYAL POINCIANA PL		1.3 STREET ADDRESS Suite 316
CITY-ST-ZIP PALM BEACH FL 33480		1.4 CITY-ST-ZIP Palm Beach, FL 33480
TITLE DCEO	<input type="checkbox"/> DELETE	2.1 TITLE D/CEO/C
NAME FANJUL, ALFONSO		2.2 NAME 340 Royal Poinciana Way
STREET ADDRESS 316 ROYAL POINCIANA PL		2.3 STREET ADDRESS Suite 316
CITY-ST-ZIP PALM BEACH FL 33480		2.4 CITY-ST-ZIP Palm Beach, FL 33480
TITLE VD	<input type="checkbox"/> DELETE	3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME RECIO, ALBERTO		3.2 NAME 340 Royal Poinciana Way
STREET ADDRESS 316 ROYAL POINCIANA PL		3.3 STREET ADDRESS Suite 316
CITY-ST-ZIP PALM BEACH FL 33480		3.4 CITY-ST-ZIP Palm Beach, FL 33480
TITLE DVCP	<input type="checkbox"/> DELETE	4.1 TITLE D/VCP/COO
NAME FANJUL, JOSE		4.2 NAME 340 Royal Poinciana Way
STREET ADDRESS 316 ROYAL POINCIANA PL		4.3 STREET ADDRESS Suite 316
CITY-ST-ZIP PALM BCH, FL 00000 33480		4.4 CITY-ST-ZIP Palm Beach, FL 33480
TITLE VSD	<input type="checkbox"/> DELETE	5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME CARSON, DONALD W.		5.2 NAME 340 Royal Poinciana Way
STREET ADDRESS 316 ROYAL POINCIANA PL		5.3 STREET ADDRESS Suite 316
CITY-ST-ZIP PALM BEACH FL 33480		5.4 CITY-ST-ZIP Palm Beach, FL 33480
TITLE DVS	<input type="checkbox"/> DELETE	6.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME VALDIVIA, JORGE		6.2 NAME 340 Royal Poinciana Way
STREET ADDRESS 316 ROYAL POINCIANA PLAZA		6.3 STREET ADDRESS Suite 316
CITY-ST-ZIP PALM BCH FL 33480		6.4 CITY-ST-ZIP Palm Beach, FL 33480

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Change Addition

1.2 NAME
340 Royal Poinciana Way

1.3 STREET ADDRESS
Suite 316

1.4 CITY-ST-ZIP
Palm Beach, FL 33480

CORRECTION

2.1 TITLE Change Addition

2.2 NAME
340 Royal Poinciana Way

2.3 STREET ADDRESS
Suite 316

2.4 CITY-ST-ZIP
Palm Beach, FL 33480

CORRECTION

3.1 TITLE Change Addition

3.2 NAME
340 Royal Poinciana Way

3.3 STREET ADDRESS
Suite 316

3.4 CITY-ST-ZIP
Palm Beach, FL 33480

CORRECTION

4.1 TITLE Change Addition

4.2 NAME
340 Royal Poinciana Way

4.3 STREET ADDRESS
Suite 316

4.4 CITY-ST-ZIP
Palm Beach, FL 33480

CORRECTION

5.1 TITLE Change Addition

5.2 NAME
340 Royal Poinciana Way

5.3 STREET ADDRESS
Suite 316

5.4 CITY-ST-ZIP
Palm Beach, FL 33480

CORRECTION

6.1 TITLE Change Addition

6.2 NAME
340 Royal Poinciana Way

6.3 STREET ADDRESS
Suite 316

6.4 CITY-ST-ZIP
Palm Beach, FL 33480

CORRECTION

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 1909.01, Florida Statutes, and that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 807, Florida Statutes; and that my name appears in Block 12 or Block 13, if changed, or as an attachment with an address, with all other like empowered.

SIGNATURE: _____ DATE: 3/26/99
561-655-6303

CR2E034 (11/98)

SP

ATTACHMENT
TO
CORPORATION
ANNUAL REPORT
1999

250876
444818-90129-31

DOCUMENT # 250876 (0)

1. Corporation Name

CLOSTER FARMS INC

13. - CONTINUED ADDITIONS / CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Baker, David H., Esq. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V/T Blomqvist, Erik J. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Dominicis, Jorge A 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Exec V Fanjul, Alexander L. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Sr. V Fanjul, Andrés B. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Fernández, Luis J. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Hernández, Oscar F. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Hernández, Oscar R. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

ATTACHMENT
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1. Corporation Name

CLOSTER FARMS INC

13. - CONTINUED ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS/GC/Chief Legal Counsel Klock, Jr., Joseph P., Esq. 4000 Southeast Financial Center Miami, Florida 33131	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V O, Arturo de la 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Recio, Eduardo 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Ryan, IV, Allan A. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V/AS/Real Estate Counsel Ross, Daniel D., Esq. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V/AS/Litigation Counsel Tarr, William F., Esq. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT Valdivieso, Rolando G. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AV Winterling, Christine 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition