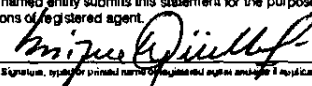
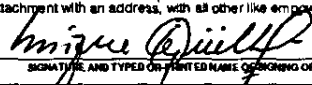


FILED  
Apr 30, 2003 8:00 am  
Secretary of State

04-30-2003 90308 046 \*\*\*150.00

2003 FOR PROFIT CORPORATION  
UNIFORM BUSINESS REPORT (UBR)

80099255

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      |                                                                                     |                      |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------------------------------------------------------------------------|----------------------|
| <b>DOCUMENT #436450</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                      |    |                      |
| 1. Entity Name<br><b>BAC FLORIDA BANK</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                      |                                                                                     |                      |
| Principal Place of Business<br>848 BRICKELL AVENUE<br>MIAMI, FL 33131 US                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | Mailing Address<br>848 BRICKELL AVENUE<br>MIAMI, FL 33131 US                        |                      |
| 2. Principal Place of Business<br><b>169 MIRACLE MILE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                      | 3. Mailing Address<br><b>169 MIRACLE MILE</b>                                       |                      |
| Suite, Apt. #, etc.<br><b>R-10</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                      | Suite, Apt. #, etc.<br><b>R-10</b>                                                  |                      |
| City & State<br><b>CORAL GABLES, FL</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                      | City & State<br><b>CORAL GABLES, FL</b>                                             |                      |
| Zip<br><b>33134</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Country<br><b>US</b> | Zip<br><b>33134</b>                                                                 | Country<br><b>US</b> |
| 4. FEI Number<br><b>59-1485307</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                      | Applied For<br><input type="checkbox"/> Not Applicable                              |                      |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                      | \$8.75 Additional Fee Required                                                      |                      |
| 6. Name and Address of Current Registered Agent                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | 7. Name and Address of New Registered Agent                                         |                      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | Name<br><b>ENRIQUE A. ARGUELLO</b>                                                  |                      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | Street Address (P.O. Box Number Is Not Acceptable)<br><b>169 MIRACLE MILE, R-10</b> |                      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | City<br><b>CORAL GABLES</b>                                                         |                      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | FL Zip Code<br><b>33134</b>                                                         |                      |
| 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of, registered agent.                                                                                                                                                                                                                                                                                                                                                                                                                    |                      |                                                                                     |                      |
| SIGNATURE<br>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                      | DATE<br><b>4-25-03</b>                                                              |                      |
| FILE NOW!!! FEE IS \$150.00<br>After May 17, 2003 Fee will be \$550.00<br>Make Check Payable to Florida Department of State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                      | Enrique Arguello<br>Comptroller & CFO                                               |                      |
| 10. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                      | 11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11                               |                      |
| TITLE<br><b>V</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                      | TITLE<br><input type="checkbox"/> Change <input type="checkbox"/> Addition          |                      |
| NAME<br><b>CRUZ, ERNESTO DR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | NAME                                                                                |                      |
| STREET ADDRESS<br><b>251 CRANDON BLVD APT. 307</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                      | STREET ADDRESS                                                                      |                      |
| CITY-ST-ZIP<br><b>KEY BISCAIYNE, FL 33149</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                      | CITY-ST-ZIP                                                                         |                      |
| TITLE<br><input type="checkbox"/> Delete                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | TITLE<br><input type="checkbox"/> Change <input type="checkbox"/> Addition          |                      |
| NAME<br><b>P/D</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                      | NAME                                                                                |                      |
| STREET ADDRESS<br><b>NOONAN, THOMAS P</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                      | STREET ADDRESS                                                                      |                      |
| CITY-ST-ZIP<br><b>6245 SW 102ND ST</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                      | CITY-ST-ZIP                                                                         |                      |
| TITLE<br><input type="checkbox"/> Delete                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | TITLE<br><input type="checkbox"/> Change <input type="checkbox"/> Addition          |                      |
| NAME<br><b>C</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                      | NAME                                                                                |                      |
| STREET ADDRESS<br><b>PELLAS, CARLOS F CH.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                      | STREET ADDRESS                                                                      |                      |
| CITY-ST-ZIP<br><b>7626 SW 87TH CT</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                      | CITY-ST-ZIP                                                                         |                      |
| TITLE<br><input type="checkbox"/> Delete                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | TITLE<br><input type="checkbox"/> Change <input type="checkbox"/> Addition          |                      |
| NAME<br><b>D</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                      | NAME                                                                                |                      |
| STREET ADDRESS<br><b>CHAMORRO, ALBERTO J JR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                      | STREET ADDRESS                                                                      |                      |
| CITY-ST-ZIP<br><b>REPARTO LOS ANDES, #3</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                      | CITY-ST-ZIP                                                                         |                      |
| TITLE<br><input type="checkbox"/> Delete                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | TITLE<br><input type="checkbox"/> Change <input type="checkbox"/> Addition          |                      |
| NAME<br><b>D</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                      | NAME                                                                                |                      |
| STREET ADDRESS<br><b>KING, SHEPARD</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                      | STREET ADDRESS                                                                      |                      |
| CITY-ST-ZIP<br><b>11060 SW 69 CT</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                      | CITY-ST-ZIP                                                                         |                      |
| TITLE<br><input type="checkbox"/> Delete                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | TITLE<br><input type="checkbox"/> Change <input type="checkbox"/> Addition          |                      |
| NAME<br><b>CC</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                      | NAME                                                                                |                      |
| STREET ADDRESS<br><b>PELLAS, ALFREDO F JR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                      | STREET ADDRESS                                                                      |                      |
| CITY-ST-ZIP<br><b>8246 LOS PINOS CIR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                      | CITY-ST-ZIP                                                                         |                      |
| CITY-ST-ZIP<br><b>CORAL GABLES, FL 33146</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                      | CITY-ST-ZIP                                                                         |                      |
| 12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered. |                      |                                                                                     |                      |
| SIGNATURE:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                      | DATE: <b>4-25-03 (305) 789-8071</b>                                                 |                      |
| SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                      | Date                                                                                |                      |
| <b>Enrique Arguello</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                      |                                                                                     |                      |
| <b>Comptroller &amp; CFO</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                      |                                                                                     |                      |

CR2EC34 (10/02)