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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 504573

1. Corporation Name
FLORIDA ATLANTIC INVESTMENTS, 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
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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	3. Date Incorporated or Qualified 06/04/1976	4. FEI Number 59-1679581	Applied For Not Applicable
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5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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9. Name and Address of Current Registered Agent

CARSON, DONALD W
316 ROYAL POINCIANA PLAZA
PALM BEACH FL 33480

10. Name and Address of New Registered Agent

81 Name Carson, Donald W	82 Street Address (P.O. Box Number is Not Acceptable) 340 Royal Poinciana Way	83 Suite 316	84 City Palm Beach	85 Zip Code FL 33480
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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

TITLE D	DELETED
NAME FIERRO, ALFONSO	
STREET ADDRESS 316 ROYAL POINCIANA PLAZA	
CITY-ST-ZIP PALM BEACH FL 33480	
TITLE D	DELETED
NAME ARRUZA, ANTONIO	
STREET ADDRESS 316 ROYAL POINCIANA PL	
CITY-ST-ZIP PALM BCH, FL 00000 33480	
TITLE VT	DELETED
NAME KANAI, DENNIS J	
STREET ADDRESS 316 ROYAL POINCIANA PL	
CITY-ST-ZIP PALM BCH, FL 00000 33480	
TITLE DVCP	DELETED
NAME FANJUL, JOSE	
STREET ADDRESS 316 ROYAL POINCIANA PL	
CITY-ST-ZIP PALM BCH, FL 00000 33480	
TITLE VSD	DELETED
NAME CARSON, DONALD W	
STREET ADDRESS 316 ROYAL POINCIANA PL	
CITY-ST-ZIP PALM BCH, FL 00000 33480	
TITLE AS	DELETED
NAME BAKER, DAVID H. E	
STREET ADDRESS 321 ROYAL POINCIANA PLAZA	
CITY-ST-ZIP PALM BEACH FL 33480	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	340 Royal Poinciana Way	Change	Addition
1.2 NAME	Suite 316		
1.3 STREET ADDRESS	Palm Beach, FL 33480		CORRECTION
1.4 CITY-ST-ZIP			
2.1 TITLE	340 Royal Poinciana Way	Change	Addition
2.2 NAME	Suite 316		
2.3 STREET ADDRESS	Palm Beach, FL 33480		CORRECTION
2.4 CITY-ST-ZIP			
3.1 TITLE		Change	Addition
3.2 NAME			
3.3 STREET ADDRESS			
3.4 CITY-ST-ZIP			
4.1 TITLE	340 Royal Poinciana Way	Change	Addition
4.2 NAME	Suite 316		
4.3 STREET ADDRESS	Palm Beach, FL 33480		CORRECTION
4.4 CITY-ST-ZIP			
5.1 TITLE	340 Royal Poinciana Way	Change	Addition
5.2 NAME	Suite 316		
5.3 STREET ADDRESS	Palm Beach, FL 33480		CORRECTION
5.4 CITY-ST-ZIP			
6.1 TITLE	340 Royal Poinciana Way	Change	Addition
6.2 NAME	Suite 316		
6.3 STREET ADDRESS	Palm Beach, FL 33480		CORRECTION
6.4 CITY-ST-ZIP			

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 199.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *David H. E. Baker* DATE: 3/19/99 DAYTIME PHONE #: 561-655-6303

CR2E034 (1/98)

ATTACHMENT TO
PROFIT
CORPORATION
ANNUAL REPORT
1999

444872-90130-35

DOCUMENT # 504573 (7)

1. Corporation Name

FLORIDA ATLANTIC INVESTMENTS, INC.

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

TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Baker, David H., Esq.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Busto, Jorge del	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	D/C	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Alfonso	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Klock, Jr., Joseph P., Esq.	
STREET ADDRESS	4000 Southeast Financial Center, 41st Floor	
CITY-ST-ZIP	Miami, Florida 33131	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Portuondo, Aurelio	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Rogers, Doyle	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Ross, Daniel D., Esq.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Hernández, Oscar R.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Tarr, William F.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Valdivia, Jr., José F.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	