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SECRETARY OF STATE TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE Sandra S. Northam Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # 614274

BELLAMAR, INC.



Principal Place of Business: c/o Peninsula Registered Agents, Inc. (#4874) 200 S. Biscayne Blvd. Miami, FL 33131
Mailing Address: c/o Peninsula Registered Agents, Inc. (#4874) 200 S. Biscayne Blvd. Miami, FL 33131

Form with fields: Date Incorporated or Created (3/28/79), Date of Last Report (1/18/96), FEI Number (59-2773453), Certificate of Status Desired, Election Campaign Financing Trust Fund Contribution, and Florida Statutes liability.

Form with fields: Principal Place of Business, Mailing Address, State Ac: # etc, City & State, Zip, and County.

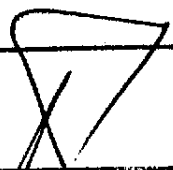
Name and Address of Current Registered Agent: Peninsula Registered Agents, Inc. 200 S. Biscayne Boulevard (#4874) Miami, FL 33131

Form with fields: Name, Street Address (P.O. Box Number is Not Acceptable), City, State, and Zip Code.

11. Pursuant to the provisions of Sections 607.0802 and 607.1506 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 607.1505, Florida Statutes.

SIGNATURE

Table with columns: OFFICERS AND DIRECTORS and ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS IN 12. Includes entries for D/P and D/S Legas with delete checkboxes.



Handwritten number 1735

12. I do 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 annual report or supplemental annual report is true and accurate and that my signature and I have the same legal effect as if made under oath. 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 on an attachment with an address.

SIGNATURE: Mario Lega, President

30/4/97

DATE: