

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

FILED
Apr 29, 1999 8:00 am
Secretary of State

04-29-1999 90130 002 ***150.00

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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 # F39384
 1. Corporation Name
NEW FARM, INC.

Principal Place of Business 316 ROYAL POINCIANA PLAZA PO BOX 1059 PALM BEACH FL 33480	Mailing Address 316 ROYAL POINCIANA PLAZA PO 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 26 340 Royal Poinciana Way Suite, Apt. #, etc. 27 Suite 316 City & State 28 Palm Beach, FL Zip 29 33480	3. Date Incorporated or Qualified 05/27/1981	4. FEI Number 59-2103734	Applied For Not Applicable
		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		

9. Name and Address of Current Registered Agent CARSON, DONALD W 316 ROYAL POINCIANA PLAZA PO BOX 1059 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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE V	<input type="checkbox"/> DELETE	1.1 TITLE 340 Royal Poinciana Way	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME HERNANDEZ, OSCAR R.		1.2 NAME Suite 316	CORRECTION
STREET ADDRESS 316 ROYAL POINCIANA PLZ		1.3 STREET ADDRESS Palm Beach, FL 33480	
CITY-ST-ZIP PALM BEACH, FL 33480 33480		1.4 CITY-ST-ZIP D/V/C/P/COO	
TITLE DVCP	<input type="checkbox"/> DELETE	2.1 TITLE 340 Royal Poinciana Way	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME FANJUL, JOSE		2.2 NAME Suite 316	CORRECTION
STREET ADDRESS 316 ROYAL POINCIANA PLZ		2.3 STREET ADDRESS Palm Beach, FL 33480	
CITY-ST-ZIP PALM BEACH, FL 33480 33480		2.4 CITY-ST-ZIP D/CEO/C	
TITLE DCEO	<input type="checkbox"/> DELETE	3.1 TITLE 340 Royal Poinciana Way	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME FANJUL, ALFONSO, JR		3.2 NAME Suite 316	CORRECTION
STREET ADDRESS 316 ROYAL POINCIANA PLZ		3.3 STREET ADDRESS Palm Beach, FL 33480	
CITY-ST-ZIP PALM BEACH, FL 33480 33480		3.4 CITY-ST-ZIP	
TITLE DV	<input type="checkbox"/> DELETE	4.1 TITLE 340 Royal Poinciana Way	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME RECIO, ALBERTO		4.2 NAME Suite 316	CORRECTION
STREET ADDRESS 316 ROYAL POINCIANA PLZ		4.3 STREET ADDRESS Palm Beach, FL 33480	
CITY-ST-ZIP PALM BEACH, FL 33480 33480		4.4 CITY-ST-ZIP D/Exec.V/AS	
TITLE DEVA	<input type="checkbox"/> DELETE	5.1 TITLE 340 Royal Poinciana Way	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME CARSON, DONALD W.		5.2 NAME Suite 316	CORRECTION
STREET ADDRESS 316 ROYAL POINCIANA PLZ		5.3 STREET ADDRESS Palm Beach, FL 33480	
CITY-ST-ZIP PALM BEACH, FL 33480 33480		5.4 CITY-ST-ZIP	
TITLE VSD	<input type="checkbox"/> DELETE	6.1 TITLE 340 Royal Poinciana Way	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME VALDIVIA, JOSE F., JR.		6.2 NAME Suite 316	CORRECTION
STREET ADDRESS 316 ROYAL POINCIANA PLZ		6.3 STREET ADDRESS Palm Beach, FL 33480	
CITY-ST-ZIP PALM BEACH, FL 33480		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 119.07(3)(b), 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: _____ DATE: 3/24/99
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
 561-655-6303
 Daytime Phone #

CR2E034 (1/198)

444839-90130-2

ATTACHMENT TO
PROFIT
CORPORATION
ANNUAL REPORT
1999

DOCUMENT # F39384 (5)

1. Corporation Name

NEW FARM, 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	321 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/T	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Blomqvist, Erik J.	
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	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Dominicis, Jorge A.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	Exec.V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Alexander L.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	Sr.V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Andrés B.	
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	Fernández, Luis J.	
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 F.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	GC/AS/Chief Legal Officer	<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	O, Arturo de la	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	

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13. - CONTINUED

ADDITIONS / CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Recio, Eduardo	
STREET ADDRESS	321 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/AS/Real Estate Counsel	<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	Ryan, IV, Allan A.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/AS/Litigation Counsel	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Tarr, William F., Esq.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AV	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Winterling, Christine	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Valdivieso, Rolando G.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	