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May 19 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F79321 (8)
 1. Corporation Name
KENDALL SUGARCANE FARM, INC.



Principal Place of Business: **C/O CARSON, DONALD W. 316 ROYAL POINCIANA PLAZA. PALM BEACH FL 33480**

Mailing Address: **C/O CARSON, DONALD W. 316 ROYAL POINCIANA PLAZA. PALM BEACH FL 33480**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 04/10/1982	
21	22	26	27	4. FEI Number 59-2201751	Applied For Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23	24	25	28	29	30
Zip		Country		7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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
				82	Street Address (P.O. Box Number is Not Acceptable)
				83	
				84	City
					85 Zip Code FL

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DEVA	1.1 TITLE	D/Exec.V/AS
NAME	CARSON, DONALD W	1.2 NAME	correction
STREET ADDRESS	316 ROYAL POINCIANA PLAZ	1.3 STREET ADDRESS	
CITY-ST-ZIP	PALM BEACH FL	1.4 CITY-ST-ZIP	33480
TITLE	DCEO	2.1 TITLE	D/CEO/C
NAME	FANJUL, ALFONSO	2.2 NAME	correction
STREET ADDRESS	316 ROYAL POINCIANA PL	2.3 STREET ADDRESS	
CITY-ST-ZIP	PALM BEACH FL	2.4 CITY-ST-ZIP	33480
TITLE	DVCP	3.1 TITLE	D/VC/P/COO
NAME	FANJUL, JOSE	3.2 NAME	correction
STREET ADDRESS	316 ROYAL POINCIANA PL	3.3 STREET ADDRESS	
CITY-ST-ZIP	PALM BEACH FL	3.4 CITY-ST-ZIP	33480
TITLE	DVS	4.1 TITLE	
NAME	VALDIVIA, JOSE F., JR.	4.2 NAME	
STREET ADDRESS	316 ROYAL POINCIANA PL	4.3 STREET ADDRESS	
CITY-ST-ZIP	PALM BEACH FL	4.4 CITY-ST-ZIP	33480
TITLE	V	5.1 TITLE	
NAME	HERNANDEZ, OSCAR R.	5.2 NAME	
STREET ADDRESS	316 ROYAL POINCIANA PL	5.3 STREET ADDRESS	
CITY-ST-ZIP	PALM BEACH FL	5.4 CITY-ST-ZIP	33480
TITLE	VT	6.1 TITLE	
NAME	BLOMQUIST, ERIK J	6.2 NAME	
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	6.3 STREET ADDRESS	
CITY-ST-ZIP	PALM BEACH FL	6.4 CITY-ST-ZIP	33480

(See Attachment For Continuation) **33480**

14. 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 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 as an attachment with an address.

[Signature] **Jose E. Valdivia, Jr. Vice President** 561-655-6303

CR2E034 (10/97)

ATTACHMENT TO
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ANNUAL REPORT
1998

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1. Corporation Name

KENDALL SUGARCANE FARM, INC.

13. - CONTINUED

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Baker, David H., Esq. 321 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Busto, Jorge del 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT Dominicis, Jorge A. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Exec. V Fanjul, Alexander L. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Sr. V Fanjul, Andrés B. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Fernández, Luis J. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Hernández, Oscar F. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	GC/AS/Chief Legal Officer Klock, Jr., Joseph P., Esq. 4000 Southeast Financial Center Miami, Florida 33131	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT O, Arturo de la 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/V Recio, Alberto S. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	[] Change [X] Addition

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ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	V	[] Change [X] Addition
NAME	Recio, Eduardo	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/AS/Real Estate Counsel	[] Change [X] Addition
NAME	Ross, Daniel D., Esq.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	[] Change [X] Addition
NAME	Ryan, IV, Allan A.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/AS/Litigation Counsel	[] Change [X] Addition
NAME	Tarr, William F., Esq.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AT	[] Change [X] Addition
NAME	Valdivieso, Rolando G.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AV	[] Change [X] Addition
NAME	Winterling, Christine	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	