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Jan 17 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # L56712 (7)
1. Corporation Name
POTES ENTERPRISES, INC.



Principal Place of Business: 14778 S.W. 56TH ST. 780 NW LEJEUNE RD SUITE 400 MIAMI FL 33185-1 US
Mailing Address: 14778 S.W. 56TH ST. 780 NW LEJEUNE RD SUITE 400 MIAMI FL 33185 4070 US

3. Date Incorporated or Qualified: 03/13/1990
3a. Date of Last Report: 06/18/1996

2. Principal Place of Business: 21 14778 SW 56 Street Sutc. Apt. #, etc. 22
23 City & State: Miami Florida
24 Zip: 33185 25 Country: USA
2a. Mailing Address: 26 14778 SW 56 Street Suite, Apt. #, etc. 27
28 City & State: Miami Florida
29 Zip: 33185 30 Country: USA

4. FEI Number: 59-3010156 Applied For: Not Applicable
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

9. Name and Address of Current Registered Agent: MARQUEZ, JOSE M. 780 NW LEJEUNE RD SUITE 400 MIAMI FL 33126

10. Name and Address of New Registered Agent: 81 Name: Jose M. Marquez 82 Street Address (P.O. Box Number is Not Acceptable): 782 NW LeJeune Road Suite 548 83 84 City: Miami FL 85 Zip Code: 33126

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: [Signature] Jose M. Marquez DATE: 1/9/97 (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS: DP HERRAN, MANUEL A. 8460 SW 5TH ST MIAMI FL; S VALDES, DANIEL R. 9755 SW 52TH ST MIAMI FL; DVP HERRAN, JOSE A. 8455 GRAND CANAL DR MIAMI FL; DT HERRAN, ANTOLIN G. 6001 SW 84TH AVE MIAMI FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12: 1.1 TITLE, 1.2 NAME, 1.3 STREET ADDRESS, 1.4 CITY-ST-ZIP, 2.1 TITLE, 2.2 NAME, 2.3 STREET ADDRESS, 2.4 CITY-ST-ZIP, 3.1 TITLE, 3.2 NAME, 3.3 STREET ADDRESS, 3.4 CITY-ST-ZIP, 4.1 TITLE, 4.2 NAME, 4.3 STREET ADDRESS, 4.4 CITY-ST-ZIP, 5.1 TITLE, 5.2 NAME, 5.3 STREET ADDRESS, 5.4 CITY-ST-ZIP, 6.1 TITLE, 6.2 NAME, 6.3 STREET ADDRESS, 6.4 CITY-ST-ZIP

14. 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 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.

SIGNATURE: [Signature] JOse A. Herran, VP 1/8/97 383-9162
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DATE Daytime Phone #

CR2E034 (9/96)