

File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
L97000000431

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 APR 17 PM 3:41

FILING FEE \$ 188.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # L97000000431
 G & M INTERNATIONAL LLC
 %16228 S.W. 75TH STREET, Suite 101
 MIAMI FL 33193

1a. Principal Place of Business Address
 %16228 S.W. 75TH STREET
 MIAMI FL 33193

2. Principal Place of Business
 2a. Mailing Address
 Suite, Apt. #, etc.
 City & State
 Zip Country

3. Date Organized or Qualified
 04/22/1997
 3a. State of Formation
 FL
 4. FEI Number
 Applied For
 Not Applicable
 5. Date of Last Report
 6. Certificate of Status Desired
 \$875 Additional Fee Required

7. Name and Address of Current Registered Agent
 EVANS, FRANK M ESQ,
 7700 N. KENDALL DRIVE
 SUITE 413
 MIAMI FL 33156

8. Name and Address of New Registered Agent/Office
 Name: Spiegel & Utrera, P.A. DBA Ameriklawyer
 Street Address (P.O. Box Number is Not Acceptable):
 343 Almeria Avenue
 Suite, Apt. #, etc.
 City: Coral Gables FL Zip Code: 33134

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.
 SIGNATURE: Spiegel & Utrera, P.A. DBA Ameriklawyer
 Signature: Natalia Utrera V.P. DATE: 4/16/98

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	MARRERO, MIGLENE	16228 S.W. 75TH STREET	MIAMI FL
MGRM	AGURSA, GIACOMO	X	CARACAS, VENEZUELA
MGRM	AGURSA, FRANCISCO	X	CARACUS, VENEZUELA
	AGURSA		

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 *****188.75 *****188.75
 h/k
 4/17/98

11. 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: Natalia Utrera Director 04/16/98
 SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #