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FILED
Mar 30 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 # P39481 (7)
1. Corporation Name
BELLOC HOLDINGS LIMITED, INC.

Principal Place of Business: 16129 RIO FLORIDA DR, HINCKS ST., MUSSON BLDG, WHITIER CA 90603, US
Mailing Address: C/O SILVERMAN & VICENS, 1550 MADRUGA AVE. SUITE 406, CORAL GABLES FL 33146, US



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 06/26/1992
4. FEI Number: 52-1701103
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 owes or has paid the current year Intangible Personal Property Tax due June 30: Yes No

9. Name and Address of Current Registered Agent: VICENS, ROLANDO, 1550 MADRUGA AVENUE SUITE 406, CORAL GABLES FL 33146
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: D	CARMICHAEL, TREVOR A. STAPLE GROVE HOUSE BARBADOS	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE: PS	LOCK, YOLANDA 16129 RIO FLORIDA DR WHITIER CA 90603	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE: VP	ZAMBRANO, JOSE LUIS 16129 RIO FLORIDA DR WHITIER CA 90603	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE: [] DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE: [] DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE: [] DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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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 on an attachment with an address.

SIGNATURE: Jose Luis Zambrano VP 3/24/98 (305)6674415