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FILED
Apr 13 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 # P94000080812 (8)
 1. Corporation Name
ESI DOMINICAN REPUBLIC, INC.



Principal Place of Business: 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408
 Mailing Address: 11760 US HIGHWAY ONE SUITE 600 NORTH PALM BEACH FL 33408

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 11/02/1994
 4. FEI Number: 65-0534339 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 owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No See Attached

9. Name and Address of Current Registered Agent: LEON, JOAQUIN E 9250 WEST FLAGLER ST. MIAMI FL 33174
 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	DP LEIGHTON, MICHAEL L	1.1 TITLE	DT BOYLAN, PETER
NAME	LEIGHTON, MICHAEL L	1.2 NAME	BOYLAN, PETER
STREET ADDRESS	11760 US HWY ONE, #600	1.3 STREET ADDRESS	11760 US HIGHWAY ONE SUITE 600
CITY-ST-ZIP	NORTH PALM BEACH FL 33408	1.4 CITY-ST-ZIP	NORTH PALM BEACH FL 33408
TITLE	DV GELBER, LESLIE J	2.1 TITLE	AS HATHAWAY, SCOT C
NAME	GELBER, LESLIE J	2.2 NAME	HATHAWAY, SCOT C
STREET ADDRESS	11760 US HWY ONE, #600	2.3 STREET ADDRESS	11760 US HIGHWAY ONE SUITE 600
CITY-ST-ZIP	NORTH PALM BEACH FL 33408	2.4 CITY-ST-ZIP	NORTH PALM BEACH FL 33408
TITLE	DT MCGRATH, ROBERT L	3.1 TITLE	AS PONDER, STEPHEN H
NAME	MCGRATH, ROBERT L	3.2 NAME	PONDER, STEPHEN H
STREET ADDRESS	11760 US HWY ONE, #600	3.3 STREET ADDRESS	11760 US HIGHWAY ONE SUITE 600
CITY-ST-ZIP	NORTH PALM BEACH FL 33408	3.4 CITY-ST-ZIP	NORTH PALM BEACH FL 33408
TITLE	S CARPENTER, FRANCES M	4.1 TITLE	AS TANCER, EDWARD F
NAME	CARPENTER, FRANCES M	4.2 NAME	TANCER, EDWARD F
STREET ADDRESS	11760 US HWY ONE, #600	4.3 STREET ADDRESS	11760 US HIGHWAY ONE SUITE 600
CITY-ST-ZIP	NORTH PALM BEACH FL 33408	4.4 CITY-ST-ZIP	NORTH PALM BEACH FL 33408
TITLE		5.1 TITLE	D/P GELBER, LESLIE J.
NAME		5.2 NAME	GELBER, LESLIE J.
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	D/V LEIGHTON, MICHAEL L.
NAME		6.2 NAME	LEIGHTON, MICHAEL L.
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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)(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: **FRANCES M CARPENTER, SECRETARY** *Frances M Carpenter* 2/6/98 (561)691-3500

CR2E034 (10/97)