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FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT 1998



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

FILED

98 JAN 18 PM 1:10

SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT # P97000051376 (6)

1. Corporation Name -AGG-SP4, INC. WATERFORD-ORLANDO, INC.



Principal Place of Business 2601 SOUTH BAYSHORE DRIVE MIAMI FL 33133 Mailing Address 2601 SOUTH BAYSHORE DRIVE MIAMI FL 33133

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 06/06/1997

2. Principal Place of Business 21 22 23 24 25 26 27 28 29 30 2601 S. Bayshore Drive Suite, Apt. #, etc. Legal Dept., Suite 900 Miami, Florida 33133

4. FEI Number 65.0762708 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

9. Name and Address of Current Registered Agent GOLDMAN, JOEL K 2601 SOUTH BAYSHORE DRIVE MIAMI FL 33133

10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 100002436821--8 84 City -02/20/98 -01813-000J ***158.75 ***158.75

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, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS TITLE PD DELETED NAME JEFFREY, THOMAS W STREET ADDRESS 2601 SOUTH BAYSHORE DRIVE CITY-ST-ZIP MIAMI FL 33133 TITLE VTD DELETED NAME FISCHER, JOHN H STREET ADDRESS 2601 SOUTH BAYSHORE DRIVE CITY-ST-ZIP MIAMI FL 33133 TITLE VS DELETED NAME GOLDMAN, JOEL K STREET ADDRESS 2601 SOUTH BAYSHORE DRIVE CITY-ST-ZIP MIAMI FL 33133 TITLE VS DELETED NAME CARLETON, CALLIS N STREET ADDRESS 2601 SOUTH BAYSHORE DRIVE CITY-ST-ZIP MIAMI FL 33133 TITLE DELETED NAME STREET ADDRESS CITY-ST-ZIP TITLE DELETED NAME STREET ADDRESS CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE P/CEO/D Change Addition 1.2 NAME Jeffrey, Thomas W 1.3 STREET ADDRESS 2601 S. Bayshore Drive 1.4 CITY-ST-ZIP Miami, Florida 33133 2.1 TITLE VT Change Addition 2.2 NAME Fischer, John H. 2.3 STREET ADDRESS 2601 S. Bayshore Drive 2.4 CITY-ST-ZIP Miami, Florida 33133 3.1 TITLE D Change Addition 3.2 NAME Koenigsberger, Ricardo 3.3 STREET ADDRESS 2601 S. Bayshore Drive 3.4 CITY-ST-ZIP Miami, Florida 33133 4.1 TITLE VASC Change Addition 4.2 NAME Cook, Paula 4.3 STREET ADDRESS 2601 S. Bayshore Drive 4.4 CITY-ST-ZIP Miami, Florida 33133 5.1 TITLE V Change Addition 5.2 NAME Laguardia, John 5.3 STREET ADDRESS 2601 S. Bayshore Drive 5.4 CITY-ST-ZIP Miami, Florida 33133 6.1 TITLE V Change Addition 6.2 NAME Anness, Lisa D 6.3 STREET ADDRESS 2601 S. Bayshore Drive 6.4 CITY-ST-ZIP Miami, Florida 33133

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: [Signature] 2-13-98 305-258-4000

CR2E034 (10/97)

Cont...

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Re: Waterford-Orlando, Inc.

[13. Continuation]

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Title: V / / Change / Addition
Name: O'Grady, Kevin
Street Address: c/o 2601 S. Bayshore Drive
City, State, Zip: Miami, Florida 33133

Title: V / / Change / Addition
Name: Reader, Perry
Street Address: c/o 2601 S. Bayshore Drive
City, State, Zip: Miami, Florida 33133

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