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**Apr 24 1997 8:00am
Secretary of State**

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # U00010 (2)

1. Corporation Name
SUGAR FARMS CO-OP



Principal Place of Business % DONALD W CARSON 316 ROYAL POINCIANA PLAZA PALM BEACH FL 33480-4020	Mailing Address % DONALD W CARSON 316 ROYAL POINCIANA PLAZA PALM BEACH FL 33480-4020
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3. Date Incorporated or Qualified 03/29/1985	3a. Date of Last Report 04/18/1996
4. FEI Number 59-2518114	Applied For <input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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9. Name and Address of Current Registered Agent

**CARSON, DONALD W
316 ROYAL POINCIANA PLAZA
PALM BEACH FL 33480**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
FL 85 Zip Code

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	CCD <input type="checkbox"/> DELETE
NAME	FANJUL, ALFONSO
STREET ADDRESS	316 ROYAL POINCIANA PL
CITY-ST-ZIP	PALM BCH FL
TITLE	VPCD <input type="checkbox"/> DELETE
NAME	FANJUL, JOSE
STREET ADDRESS	316 ROYAL POINCIANA PL
CITY-ST-ZIP	PALM BCH FL
TITLE	EVAD <input type="checkbox"/> DELETE
NAME	CARSON, DONALD W
STREET ADDRESS	316 ROYAL POINCIANA PL
CITY-ST-ZIP	PALM BCH FL
TITLE	VSD <input type="checkbox"/> DELETE
NAME	VALDIVIA, JOSE, F. JR
STREET ADDRESS	316 ROYAL POINCIANA PL
CITY-ST-ZIP	PALM BCH FL
TITLE	V <input type="checkbox"/> DELETE
NAME	RECIO, EDUARDO
STREET ADDRESS	316 ROYAL POINCIANA PL
CITY-ST-ZIP	PALM BCH. FL
TITLE	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	D/C/CEO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	D/VC/P/COO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	D/Exec.V/AS <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	V/T <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	Blomqvist, Erik J.
6.3 STREET ADDRESS	316 Royal Poinciana Plaza
6.4 CITY-ST-ZIP	Palm Beach, FL 33480 (See Attachment For Continuation)

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Jose F. Valdivia, Jr. **Jose F. Valdivia, Jr., Vice President** 4-4-97 561-655-6303

CR2E037 (9/96)

ATTACHMENT TO
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1. Corporation Name

SUGAR FARMS CO-OP

13. - CONTINUED ADDITIONS / CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Baker, David H.	
STREET ADDRESS	321 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	del Busto, Jorge	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Dominicis, Jorge A.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	Exec.V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Alexander L.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	Sr.V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Andrés B.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fernández, Luis J.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Hernández, Oscar F.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Hernández, Oscar R.	
STREET ADDRESS	316 Royal Poinciana Plaza	
CITY-ST-ZIP	Palm Beach, Florida 33480	

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TITLE NAME STREET ADDRESS CITY-ST-ZIP	CLO/AS Klock, Jr., Joseph P. 4000 Southeast Financial Center Miami, Florida 33131	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V de la O, Arturo 316 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V/D Recio, Alberto S. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Rogers, Doyle 321 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V/AS Ross, Daniel D. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Ryan, IV, Allan A. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V/AS Tarr, William F. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT Valdivieso, Rolando G. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

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TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

AV
Winterling, M. Christine
316 Royal Poinciana Plaza
Palm Beach, Florida 33480

Change Addition