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Mar 11 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # V62055 (1)
 1. Corporation Name
IVOR REAL ESTATE HOLDINGS, INC.



Principal Place of Business % GEOFFREY RANDALL/SHUTTS & BOWEN 8123 N.W. 29TH STREET MIAMI FL 33122 US	Mailing Address % GEOFFREY RANDALL/SHUTTS & BOWEN 8123 N.W. 29TH STREET MIAMI FL 33122-1051 US
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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	3. Date Incorporated or Qualified 09/08/1992	3a. Date of Last Report 04/22/1996	4. FEI Number 65-0360546 Applied For 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 type="checkbox"/> No
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9. Name and Address of Current Registered Agent CORPORATION COMPANY OF MIAMI 201 S BISCAYNE BLVD 1500 MIAMI CENTER MIAMI FL 33131				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 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 PTD	NAME HUGHES, ELIZABETH	1.1 TITLE V D	1.2 NAME HUGHES, ELIZABETH
STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	CITY-ST-ZIP COCONUT GROVE FL	1.3 STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	1.4 CITY-ST-ZIP COCONUT GROVE, FL 33133
TITLE VSD	NAME TAMAYO, LUIS F.	2.1 TITLE PD	2.2 NAME ALUN HUGHES
STREET ADDRESS 624 N. LAKESDIE DR.	CITY-ST-ZIP LAKE WORTH FL	2.3 STREET ADDRESS 544 HAMPTON LANE	2.4 CITY-ST-ZIP KEY BISCAYNE, FL 33149
TITLE VTD	NAME GARETH HUGHES	3.1 TITLE VTD	3.2 NAME GARETH HUGHES
STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	CITY-ST-ZIP COCONUT GROVE, FL 33133	3.3 STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	3.4 CITY-ST-ZIP COCONUT GROVE, FL 33133
TITLE VTD	NAME GARETH HUGHES	4.1 TITLE VTD	4.2 NAME GARETH HUGHES
STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	CITY-ST-ZIP COCONUT GROVE, FL 33133	4.3 STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	4.4 CITY-ST-ZIP COCONUT GROVE, FL 33133
TITLE VTD	NAME GARETH HUGHES	5.1 TITLE VTD	5.2 NAME GARETH HUGHES
STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	CITY-ST-ZIP COCONUT GROVE, FL 33133	5.3 STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	5.4 CITY-ST-ZIP COCONUT GROVE, FL 33133
TITLE VTD	NAME GARETH HUGHES	6.1 TITLE VTD	6.2 NAME GARETH HUGHES
STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	CITY-ST-ZIP COCONUT GROVE, FL 33133	6.3 STREET ADDRESS 2 GROVE ISLE DRIVE, APT. 1510	6.4 CITY-ST-ZIP COCONUT GROVE, FL 33133

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

SIGNATURE: *Luis F. Tamayo* DATE: 3/7/97 DAYTIME PHONE #: (305) 594-9242
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: Luis F. Tamayo

CR2E034 (9/96)