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Feb 24 1998 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # N97000004255 (2)

1. Corporation Name

BUSINESS IMPROVEMENT DISTRICT OF CORAL GABLES, I NC.



Principal Place of Business	Mailing Address
224 2600 DOUGLAS RD., SUITE 311 CORAL GABLES FL 33134	224 2600 DOUGLAS RD., SUITE 311 CORAL GABLES FL 33134

2. Principal Place of Business	2a. Mailing Address
21 224 Miracle Mile Suite, Apt. #, etc.	26 224 Miracle Mile Suite, Apt. #, etc.
22 Coral Gables FL	27 Coral Gables FL
23 33134	28 33134
24 USA	29 USA

3. Date Incorporated or Qualified	07/24/1997
4. FEI Number	65-0782529
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
7. Is this nonprofit corporation a homeowners association?	<input type="checkbox"/> Yes <input type="checkbox"/> No
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent
PORTUONDO, BERNARDO A 2300 MIAMI CENTER 201 S. BISCAYNE BLVD. MIAMI FL 33131-4329

10. Name and Address of New Registered Agent
81 Name Renee L. Verhoff, Director 82 Street Address (P.O. Box Number is Not Acceptable) 224 Miracle Mile 83 224 84 City Coral Gables FL 85 Zip Code 33134

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: Renee L. Verhoff, Executive Director 1-13-98

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	President	1.1 TITLE	Executive Director
NAME	Judy Weissel	1.2 NAME	Renee Verhoff
STREET ADDRESS	11251 SW. 12nd Ct.	1.3 STREET ADDRESS	224 Miracle Mile
CITY-ST-ZIP	Miami FL 33156	1.4 CITY-ST-ZIP	Coral Gables FL 33134
TITLE	V. President	2.1 TITLE	
NAME	Mitchell Kaplan	2.2 NAME	
STREET ADDRESS	296 Aragon Ave	2.3 STREET ADDRESS	
CITY-ST-ZIP	Coral Gables 33134	2.4 CITY-ST-ZIP	
TITLE	President Elect	3.1 TITLE	
NAME	Bruce Hornik	3.2 NAME	
STREET ADDRESS	237 Miracle Mile	3.3 STREET ADDRESS	
CITY-ST-ZIP	Coral Gables FL 33134	3.4 CITY-ST-ZIP	
TITLE	Secretary/Treasurer	4.1 TITLE	
NAME	Jeanette Flory	4.2 NAME	
STREET ADDRESS	2333 Ponce de Leon Blvd	4.3 STREET ADDRESS	
CITY-ST-ZIP	Coral Gables FL 33134	4.4 CITY-ST-ZIP	
TITLE	Board Member	5.1 TITLE	
NAME	Christina Albright	5.2 NAME	
STREET ADDRESS	259 Miracle Mile	5.3 STREET ADDRESS	
CITY-ST-ZIP	Coral Gables FL 33134	5.4 CITY-ST-ZIP	
TITLE	Board Member	6.1 TITLE	
NAME	Sandy Ashworth	6.2 NAME	
STREET ADDRESS	330 Miracle Mile	6.3 STREET ADDRESS	
CITY-ST-ZIP	Coral Gables FL 33134	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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Renee L. Verhoff 1-13-98 365-569-6311

CP2E037 (10/97)