

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

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Apr 29, 1999 8:00 am
Secretary of State

04-29-1999 90130 036 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F98000003003

1. Corporation Name
FLORIDA CRYSTALS CORPORATION

Principal Place of Business
 316 ROYAL POINCIANA PLAZA
 PALM BEACH FL 33480

Mailing Address
 316 ROYAL POINCIANA PLAZA
 PALM BEACH FL 33480



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 340 Royal Poinciana Way		2a 340 Royal Poinciana Way		05/13/1998	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22 Suite 316		27 Suite 316		65-0773338	
City & State		City & State		5. Certificate of Status Desired	
23 Palm Beach, FL		28 Palm Beach, FL		<input type="checkbox"/> \$8.75 Additional Fee Required	
Zip		Zip		6. Election Campaign Financing Trust Fund Contribution	
24 33480		29 33480		<input type="checkbox"/> \$5.00 May Be Added to Fees	
Country		Country		8. This corporation owes the current year Intangible Personal Property Tax.	
25 USA		30 USA		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CARSON, DONALD W 316 ROYAL POINCIANA PLAZA PALM BEACH FL 33480				81 Name Carson, Donald W.			
				82 Street Address (P.O. Box Number is Not Acceptable) 340 Royal Poinciana Way			
				83 Suite 316			
				84 City Palm Beach			
				85 Zip Code FL 33480			

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

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C <input type="checkbox"/> DELETE	1.1 TITLE	D/C/CEO <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FANJUL, ALFONSO	1.2 NAME	340 Royal Poinciana Way
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	1.3 STREET ADDRESS	Suite 316 CORRECTION
CITY-ST-ZIP	PALM BEACH FL 33480	1.4 CITY-ST-ZIP	Palm Beach, FL 33480
TITLE	VCP <input type="checkbox"/> DELETE	2.1 TITLE	D/V/C/P/COO <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FANJUL, JOSE F	2.2 NAME	340 Royal Poinciana Way
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	2.3 STREET ADDRESS	Suite 316 CORRECTION
CITY-ST-ZIP	PALM BEACH FL 33480	2.4 CITY-ST-ZIP	Palm Beach, FL 33480
TITLE	DEVP <input type="checkbox"/> DELETE	3.1 TITLE	D/EXEC.V/AS <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CARSON, DONALD W	3.2 NAME	340 Royal Poinciana Way
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	3.3 STREET ADDRESS	Suite 316 CORRECTION
CITY-ST-ZIP	PALM BEACH FL 33480	3.4 CITY-ST-ZIP	Palm Beach, FL 33480
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	340 Royal Poinciana Way <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	AZQUETA, LILLIAN F	4.2 NAME	Suite 316 CORRECTION
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	4.3 STREET ADDRESS	Palm Beach, FL 33480
CITY-ST-ZIP	PALM BEACH FL 33480	4.4 CITY-ST-ZIP	V/AS
TITLE	SV <input type="checkbox"/> DELETE	5.1 TITLE	340 Royal Poinciana Way <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VALDIVIA, JOSE F JR.	5.2 NAME	Suite 316 CORRECTION
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	5.3 STREET ADDRESS	Palm Beach, FL 33480
CITY-ST-ZIP	PALM BEACH FL 33480	5.4 CITY-ST-ZIP	
TITLE	TV <input type="checkbox"/> DELETE	6.1 TITLE	340 Royal Poinciana Way <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BLOMQUIST, ERIK J	6.2 NAME	Suite 316 CORRECTION
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	6.3 STREET ADDRESS	Palm Beach, FL 33480
CITY-ST-ZIP	PALM BEACH FL 33480	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)(b), 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, with all other like empowered.

SIGNATURE: *[Signature]* **VP/President** 3/23/99 Date
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR 561-655-6303 Daytime Phone #

CR2E034 (1/98)

444873-90130-36

ATTACHMENT TO
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1. Corporation Name

FLORIDA CRYSTALS CORPORATION

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

TITLE NAME STREET ADDRESS CITY-ST-ZIP	D Kirkland, David 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/V Recio, Alberto S. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D Wilkinson, J. Mark 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Boyette, Van R. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Cepero, Gustavo R. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Dominicis, Jorge A. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V Dzumaryk, Edward H. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

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TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Alexander L.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fanjul, Andrés	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/CFO/AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Fernández, Luis J.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Hernández, Oscar R.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Lima, Ricardo A.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	de la O, Arturo	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Rionda, Carlos S.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
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TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Rosendahl, Peter C.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/Real Estate Counsel/AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Ross, Daniel D.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Ryan, Alan A. IV	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/S/General Counsel	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Tabernilla, Armando A.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Winterling, M. Christine	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	VAS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Klock, Joseph P. Jr.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Baker, David H.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	

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TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	del Busto, Jorge	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	V/AS/Litigation Counsel	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Tarr, William F.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	AT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Valdivieso, Rolando	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Patterson, David C.	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	
TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Boardman, Dixon	
STREET ADDRESS	340 Royal Poinciana Way, Suite 316	
CITY-ST-ZIP	Palm Beach, Florida 33480	