

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90161 040 \*\*\*150.00

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                 |                                                                                                                                                                                                   |                                                                                         |
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| <b>PROFIT CORPORATION ANNUAL REPORT 1999</b>                                                                                                                                                                                                                                                                                                                                                                                                                    |                                 |  <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |                                                                                         |
| <b>DOCUMENT # P98000092865</b><br>1. Corporation Name<br><b>AMSK USA, INC.</b>                                                                                                                                                                                                                                                                                                                                                                                  |                                 |                                                                                                                                                                                                   |                                                                                         |
| Principal Place of Business<br><b>1500 SAN REMO AVENUE<br/>         SUITE 220<br/>         CORAL GABLES FL 33146</b>                                                                                                                                                                                                                                                                                                                                            |                                 | Mailing Address<br><b>1500 SAN REMO AVENUE<br/>         SUITE 220<br/>         CORAL GABLES FL 33146</b>                                                                                          |                                                                                         |
| 2. Principal Place of Business<br>21 Suite, Apt. #, etc.<br>22 City & State<br>23 Zip Country                                                                                                                                                                                                                                                                                                                                                                   |                                 | 2a. Mailing Address<br>26 Suite, Apt. #, etc.<br>27 City & State<br>28 Zip Country                                                                                                                |                                                                                         |
| 3. Date Incorporated or Qualified<br><b>11/02/1998</b>                                                                                                                                                                                                                                                                                                                                                                                                          |                                 | 4. FEI Number<br><b>65-0892577</b>                                                                                                                                                                |                                                                                         |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                       |                                 | Applied For <input type="checkbox"/><br>Not Applicable <input checked="" type="checkbox"/>                                                                                                        |                                                                                         |
| 6. Election Campaign Financing <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                         |                                 | \$8.75 Additional Fee Required <input type="checkbox"/><br>\$5.00 May Be Added to Fees <input type="checkbox"/>                                                                                   |                                                                                         |
| 7. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                 |                                 | 8. Name and Address of Current Registered Agent<br><b>LUBITZ, ALAN H ESQ.<br/>         1500 SAN REMO AVENUE<br/>         SUITE 220<br/>         CORAL GABLES FL 33146</b>                         |                                                                                         |
| 9. Name and Address of New Registered Agent<br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City <b>FL</b> 85 Zip Code                                                                                                                                                                                                                                                                                                          |                                 | 10. Name and Address of New Registered Agent                                                                                                                                                      |                                                                                         |
| 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 _____<br>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 <b>D</b><br>NAME <b>ERIC D. ISENBERGH, ERIC D</b><br>STREET ADDRESS <b>1500 SAN REMO AVENUE, Suite 220</b><br>CITY-ST-ZIP <b>CORAL GABLES FL 33146</b>                                                                                                                                                                                                                                                                                                    | <input type="checkbox"/> DELETE | 1.1 TITLE <b>DP</b><br>1.2 NAME <b>ISENBERGH, ERIC D.</b><br>1.3 STREET ADDRESS <b>1500 San Remo Ave, Suite 220</b><br>1.4 CITY-ST-ZIP <b>Coral Gables, FL 33146</b>                              | <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| TITLE <b>D</b><br>NAME <b>BROOKS, DON</b><br>STREET ADDRESS <b>60 MCGRISKIN ROAD</b><br>CITY-ST-ZIP <b>TORONTO, ONTARIO CANADA M1S5C-5</b>                                                                                                                                                                                                                                                                                                                      | <input type="checkbox"/> DELETE | 2.1 TITLE <b>DS</b><br>2.2 NAME <b>Brooks, Don</b><br>2.3 STREET ADDRESS <b>60 McGriskin Road</b><br>2.4 CITY-ST-ZIP <b>Toronto, Ontario, Canada M1S5C-5</b>                                      | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition            |
| TITLE <b>D</b><br>NAME <b>CHAN, PAUL</b><br>STREET ADDRESS <b>60 MCGRISKIN ROAD</b><br>CITY-ST-ZIP <b>TORONTO, ONTARIO CANADA M1S5C-5</b>                                                                                                                                                                                                                                                                                                                       | <input type="checkbox"/> DELETE | 3.1 TITLE <b>DT</b><br>3.2 NAME <b>Chan, Paul</b><br>3.3 STREET ADDRESS <b>60 McGriskin Road</b><br>3.4 CITY-ST-ZIP <b>Toronto, Ontario, Canada M1S5C-5</b>                                       | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition            |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                  | <input type="checkbox"/> DELETE | 4.1 TITLE<br>4.2 NAME<br>4.3 STREET ADDRESS<br>4.4 CITY-ST-ZIP                                                                                                                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                       |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                  | <input type="checkbox"/> DELETE | 5.1 TITLE<br>5.2 NAME<br>5.3 STREET ADDRESS<br>5.4 CITY-ST-ZIP                                                                                                                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                       |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                  | <input type="checkbox"/> DELETE | 6.1 TITLE<br>6.2 NAME<br>6.3 STREET ADDRESS<br>6.4 CITY-ST-ZIP                                                                                                                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                       |

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, with all other like empowered.

SIGNATURE:

**SIGNATURE OF ERIC D. ISENBERGH**  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/27/99

Date

305 408-3531

Daytime Phone #

CR2E034 (1/98)