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May 15 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 358125 (3)
1. Corporation Name
THE WILLISTON HIGHLANDS DEVELOPMENT CORP.



Principal Place of Business: 2601 BISCAYNE BOULEVARD, POST OFFICE DRAWER 370308, MIAMI FL 33137
Mailing Address: 2601 BISCAYNE BOULEVARD, POST OFFICE DRAWER 370308, MIAMI FL 33137-0308

3. Date Incorporated or Qualified: 01/12/1970
3a. Date of Last Report: 05/01/1996

2. Principal Place of Business (21-24) and Mailing Address (2a-24) fields. Includes FEI Number (59-1280341), Certificate of Status Desired, Election Campaign Financing, and liability for intangible tax.

9. Name and Address of Current Registered Agent: TERRANCE V. CAIRNS, 2601 BISCAYNE BLVD., MIAMI FL 33137
10. Name and Address of New Registered Agent: ANTONIO RODRIGUEZ, 2601 BISCAYNE BLVD., MIAMI FL 33137

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.

12. OFFICERS AND DIRECTORS: STD GOLDSTEIN, MICHELLE; DP MILLER, ROGER. 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12.

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 as an attachment with an address.

CR2E034 (9/96)