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May 06 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # 470368 (2)
1. Corporation Name
FLEMING ISLAND LAND CORP.



DO NOT WRITE IN THIS SPACE

Principal Place of Business 1818 WEST FLAGLER ST MIAMI FL 33135 US		Mailing Address 650 NW 43 AVE MIAMI FL 33126 US	
2. Principal Place of Business 21 650 NW 43 rd Ave Suite, Apt. #, etc. 22		2a. Mailing Address 26 Suite, Apt. #, etc. 27	
City & State 23 MIAMI FL Zip 24 33126 Country 25 Dade		City & State 28 Zip 29 Country 30	
9. Name and Address of Current Registered Agent ALVAREZ & FERNANDEZ 650 NW 43 AVE MIAMI FL 33126		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code FL	
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 <i>[Signature]</i> DATE 4/28/98 <small>Signature typed in full and printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)</small>			
12. OFFICERS AND DIRECTORS TITLE NAME STREET ADDRESS CITY-ST-ZIP TD TRUJILLO, MARIA DEL CARME ASTARTE 47, URB. AROLLO GUAYNABO PR [] DELETE PD PEREZ, ANDRES 4700 S.W. 87TH AVENUE MIAMI FL [] DELETE VD TRUJILLO, LEANDRO ORESTES ASTARTE 47, URB. AROLLO GUAYNABO PR [] DELETE SD PEREZ, MIRIAM MARIN 4700 S.W. 87TH AVE. MIAMI FL [] DELETE		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-ST-ZIP 8339 NW 12 Street MIAMI FL 33126 [X] Change [] Addition 21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-ST-ZIP CALLE AMATISTA #12 URB. BUCARE RD. PIEDRAS PR 00969 [X] Change [] Addition 31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-ST-ZIP Lissette TRUJILLO 8339 NW 12 Street MIAMI FL 33126 [X] Change [] Addition 41 TITLE 42 NAME 43 STREET ADDRESS 44 CITY-ST-ZIP 6414 S.W. 114 PLACE MIAMI FL 33173 [X] Change [] Addition 51 TITLE 52 NAME 53 STREET ADDRESS 54 CITY-ST-ZIP [] Change [] Addition 61 TITLE 62 NAME 63 STREET ADDRESS 64 CITY-ST-ZIP [] Change [] 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.

SIGNATURE: *[Signature]*

4/28/98

CR2E034 (1097)