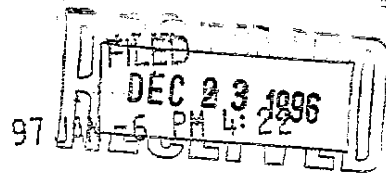


**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE  
Sandta B. Morham  
Secretary of State  
DIVISION OF CORPORATIONS



DOCUMENT # 524923

1. Corporation Name

PORT HOLDENS (U.S.) INC.

(0) SECRETARY OF STATE TALLAHASSEE, FLORIDA

SECRETARY OF STATE TALLAHASSEE, FLORIDA



**REINSTATEMENT** 96

Principal Place of Business: 250 DUNDAS ST. WEST TORONTO, ONTARIO, CANADA MST -2Z1  
Mailing Address: 250 DUNDAS ST. WEST TORONTO, ONTARIO, CANADA MST -2Z1

3. Date Incorporated or Qualified 02/01/1977	3a. Date of Last Report 06/14/1995
4. FBI Number 58-1347728	Applied For Not Applicable
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
8. This corporation has liability for intangible tax under s. 199.032. Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 130 TORO ROAD Suite, Apt. #, etc. 22	2a. Mailing Address 25 130 TORO ROAD Suite, Apt. #, etc. 27
City & State 23 DOWNSVIEW ONTARIO	City & State 28 DOWNSVIEW, ONTARIO
Zip 24 L4B 3Z7	Country 25 CANADA
Zip 29 L4B 3Z7	Country 30 CANADA

9. Name and Address of Current Registered Agent  
BRACKINS, A.J.  
% LEXOW, BRACKINGS, KOFFLER  
SCHLITT PROFESSIONAL PLAZA, 321-21ST ST.  
VERO BCH. FL 32960

81 Name BANKS, JEANNETTE S.	82 Street Address (P.O. Box Number is Not Acceptable) 10200 SOUTH OCEAN DRIVE
83 SUITE 110	84 City JENSEN BEACH FL 85 Zip Code 34957

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 provisions of, Section 607.0505, Florida Statutes.

SIGNATURE: Jeanette S. Banks (Signature, typed or printed name of registered agent and title if applicable) Jeanette S. Banks (NOTE: Registered Agent signature required when reinstating) 12/10/96 (Date)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MUZZO, MARCO	1.2 NAME	
STREET ADDRESS	200 SYLVADENE PKWY	1.3 STREET ADDRESS	
CITY-ST-ZIP	WOODBRIIDGE, ONTARIO	1.4 CITY-ST-ZIP	
TITLE		2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	400002050074--6
CITY-ST-ZIP		2.4 CITY-ST-ZIP	-01/08/97--01032--017
TITLE		3.1 TITLE	***150.00 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	400002050074--6
CITY-ST-ZIP		4.4 CITY-ST-ZIP	-01/08/97--01032--018
TITLE		5.1 TITLE	***225.00 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 in an attachment with an address.

SIGNATURE: MARCO MUZZO (Signature) Dec 24/96 (Date) (416) 638-4002 (Phone Number)

CR2E034 (12/95)