

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
Sep 17 1997 8:00am
Secretary of State

DOCUMENT # 584993 (0)

1. Corporation Name
BRICKELL-BISCAYNE CORP.

Principal Place of Business
C/O HELMSLEY-SPEAR, INC.
60 EAST 42 STREET
NEW YORK NY 10017

Mailing Address
C/O HELMSLEY-SPEAR, INC.
60 EAST 42 STREET
NEW YORK NY 10017

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 09/28/1978	3a. Date of Last Report 04/26/1996
4. FEI Number 13-20887720	Applied For <input type="checkbox"/> 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 40 Helmsley Enterprises Inc Suite, Apt. #, etc. 22 230 Park Ave Suite 559 City & State 23 New York NY Zip 24 10169 Country 25 USA	2a. Mailing Address 26 40 Helmsley Enterprises Inc Suite, Apt. #, etc. 27 230 Park Ave Suite 559 City & State 28 New York NY Zip 29 10169 Country 30 USA
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9. Name and Address of Current Registered Agent

DAVIS, MARK B.
1401 BRICKELL AVE.
PH-1
MIAMI FL 33131

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

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	V	1.1 TITLE	V/T/D
NAME	STONE, MARTIN S.	1.2 NAME	Abe Wolf
STREET ADDRESS	60 E. 42ND ST.	1.3 STREET ADDRESS	40 Helmsley Enterprises 230 Park Avenue
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	New York NY 10169
TITLE	STD	2.1 TITLE	
NAME	ALLEN, RICHARD	2.2 NAME	
STREET ADDRESS	60 E 42ND ST	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY.	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	D
NAME	MERIAM, HAROLD	3.2 NAME	Harold Meriam
STREET ADDRESS	60 E 42ND ST	3.3 STREET ADDRESS	40 Helmsley Enterprises, Inc. 230 Park Avenue
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP	New York NY 10169
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
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 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 Required

9/12/97

CR2E034 (4/97)