

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

APPROVED
AND
FILED

1997 JUL -9 AM 9:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F37346

1. Corporation Name

GSL, Inc., a Florida Corporation
c/o Travel Travel, Ltd.

Principal Place of Business

Mailing Address: 1855 Cleveland Road

2500 E. Hallandale Bch Blvd. Miami Beach, FL 33141
Hallandale, FL 33009

3. Date Incorporated or Qualified
6/5/81

3a. Date of Last Report
4/12/96

2. Principal Place of Business

2a. Mailing Address

21 2500 Hallandale Bch Blvd 26 1855 Cleveland Road

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

City & State

27

City & State

23 Hallandale, FL 33009

28 Miami Beach, FL 33141

Zip

Country

Zip

Country

24

25

USA

29

30

USA

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

Jacob Levy
1855 Cleveland Road
Miami Beach, Florida 33141

81 Name

Jacob Levy

82 Street Address (P.O. Box Number is Not Acceptable)

1855 Cleveland Road

83

Miami Beach, FL 33141

84 City

FL

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

Jacob Levy

JACOB LEVY, PRESIDENT

7/3/97

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
PRESIDENT
JACOB LEVY
2500 E. HALLANDALE BCH. BLVD.
HALLANDALE, FL. 33009

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY - ST - ZIP
PRESIDENT
JACOB LEVY
1855 CLEVELAND ROAD
MIAMI BEACH, FL. 33141

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
SECRETARY-TREASURER
LUCERO LEVY
2500 E. HALLANDALE BCH. BLVD.
HALLANDALE, FL. 33009

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP
SECRETARY-TREASURER
LUCERO LEVY
1855 CLEVELAND ROAD
MIAMI BEACH, FL. 33141

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
[] DELETE

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY - ST - ZIP
[] Change [] Addition

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
[] DELETE

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP
200002236492
-07/11/97--01114--012
****165.00 ****165.00

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
[] DELETE

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP
[] Change [] Addition

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
[] DELETE

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY - ST - ZIP
[] Change [] Addition

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:

Jacob Levy PRESIDENT

6/13/97 (305) 325-9548

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #