

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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PROFIT CORPORATION ANNUAL REPORT 1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F93000001998
1. Corporation Name
COLONY HOLDINGS, LIMITED COMPANY

Principal Place of Business
4 COLUMBUS CENTRE, WICKHAMS CAY
ROAD TOWN, TORTOLA
VI

Mailing Address
701 BRICKELL AVE.
SUITE 850
MIAMI FL 33131

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24 [25] [29] [30]

9. Name and Address of Current Registered Agent
SULLIVAN, JOHN S
701 BRICKELL AVENUE
SUITE 850
MIAMI FL 33131

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation, submit 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 am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE
Signature (print or print name, of officer or director, agent or authorized representative)

12. OFFICERS AND DIRECTORS

TITLE	P	[DELETE]
NAME	MANSFIELD, ABDIEL	
STREET ADDRESS	AVDA. FEDERICO BOYD NO. 33	
CITY-ST-ZIP	PANAMA 1	
TITLE	S	[DELETE]
NAME	ZARAK DE LA GUARDIA, LUIS CARLOS	
STREET ADDRESS	AVDA. FEDERICO BOYD NO. 33	
CITY-ST-ZIP	PANAMA 1, REP. DE PANAMA	
TITLE	D	[DELETE]
NAME	MANSFIELD, ABDIEL	
STREET ADDRESS	AVDA. FEDERICO BOYD NO. 33	
CITY-ST-ZIP	PANAMA 1, REP. DE PANAMA	
TITLE	AS	[DELETE]
NAME	LEDEZMA, HERIBERTO	
STREET ADDRESS	AVDA. FEDERICO BOYD NO. 33	
CITY-ST-ZIP	PANAMA 1, REP. DE PANAMA	
TITLE		[DELETE]
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[DELETE]
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

DO NOT WRITE IN THIS SPACE

3. Date Incorporation or Qualified
04/27/1993

4. FUTA Number
NOT APPLICABLE

5. Certificate of Status Desired [] \$8.75 Additional Fee Required

6. Election Company or Partnership Trust Fund Contribution [] \$5.00 May Be Added to Fees

8. This corporation owes the current year intangible Personal Property Tax [] Yes [X] No

10. Name and Address of New Registered Agent

81 Name

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

83

84 City

FL 85 Zip Code

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

[X] Change [] Add [] Delete

Avda. Samuel Lewis Calle 54 Torre AFRA, Piso no. 10 Panama 1, Rep. de Panama

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***1800.00 ***150.00

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), 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, with all other like empowered.

SIGNATURE: _____ Abdriel Mansfield 4/23/99 (011507) 263-9355

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (11/98)