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May 08 1997 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1997



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

DOCUMENT # F93000004191 (3)

1. Corporation Name  
BRICKELL EQUITIES CORPORATION LIMITED



Principal Place of Business

1221 BRICKELL AVE  
SUITE 1870  
MIAMI FL 33131  
US

Mailing Address

1221 BRICKELL AVE  
SUITE 1870  
MIAMI FL 33131-3260  
US

3. Date Incorporated or Qualified  
09/15/1993

3a. Date of Last Report  
05/01/1996

2. Principal Place of Business

21. Suite, Apt. #, etc.

22. City & State

23. Zip

24. Country

2a. Mailing Address

26. Suite, Apt. #, etc.

27. City & State

28. Zip

29. Country

4. FEI Number

65-0435267

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional

Fee Required

6. Election Campaign Financing  
Trust Fund Contribution

\$5.00 May Be

Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,  
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

HERNANDEZ, GLORIA  
1221 BRICKELL AVE  
SUITE 1870  
MIAMI FL 33131-3258

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

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

TITLE PD  
NAME LUALDI, GIUSEPPINA  
STREET ADDRESS IBM HOUSE, 4TH FLOOR, EAST BAY STREET  
CITY- ST- ZIP NASSAU, BAHAMAS

TITLE VPD  
NAME ZANETTI, LUIGI  
STREET ADDRESS IBM HOUSE, 4TH FLOOR, EAST BAY STREET  
CITY- ST- ZIP NASSAU, BAHAMAS

TITLE S  
NAME GTC MANAGEMENT LTD.  
STREET ADDRESS IBM HOUSE, 4TH FLOOR, EAST BAY STREET  
CITY- ST- ZIP NASSAU, BAHAMAS

TITLE AS  
NAME ROSENBLUM, ALLAN M  
STREET ADDRESS 30 ROCKEFELLER PLAZA, 29TH FLOOR  
CITY- ST- ZIP NEW YORK NY 10112

TITLE VP  
NAME AMOS KAMINSKI  
STREET ADDRESS 1221 BRICKELL AVE., SUITE 1870  
CITY- ST- ZIP MIAMI FL

TITLE VP  
NAME SHERRY FRANKEL  
STREET ADDRESS 1221 BRICKELL AVE., SUITE 1870  
CITY- ST- ZIP MIAMI FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY- ST- ZIP

2.1 TITLE  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY- ST- ZIP

3.1 TITLE  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY- ST- ZIP

4.1 TITLE  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY- ST- ZIP

5.1 TITLE  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY- ST- ZIP

6.1 TITLE  
6.2 NAME  
6.3 STREET ADDRESS  
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:

SHERRY FRANKEL  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/30/97  
Date  
(305) 536-1221  
212 223 0500  
Daytime Phone #

CR2E034 (9/96)