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PROFIT CORPORATION ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1997

DOCUMENT # F95000005075 (5)

FLORIDA RAIL ENTERPRISES, INC.

Principal Place of Business Mailing Address 201 ALHAMBRA CIRCLE, STE 1400 201 ALHAMBRA CIRCLE, STE 1400 CORAL GABLES FL 33134-5108 **CORAL GABLES FL 33134** 3. Date Incorporated or Qualified 3a. Date of Last Report 10/18/1995 07/31/1996 4. FEI Number 2. Principal Place of Business Mailing Address Applied For APPLIED FOR Not Applicable 21 26 Suite, Apt #, etc Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 27 22 City & State City & State \$5.00 May Be 6. Election Campaign Financing Trust Fund Contribution 23 28 Added to Fees 8. This corporation has liability for intangible to under s. 199.032, Florida Statutes
Yes
Yes
No Country Country 24 Florida Statutes 25 29 30 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent B1 Name GRAGG, K. LAWRENCE 200 S. BISCAYNE BLVD., STE 4900 82 Street Address (P.O. Box Number is Not Acceptable) MIAMI FL 33131 83 84 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 the if applicable (NOTE: Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13, CARLOS JORGE HUPSEL DE AZEVEDO AMA Addition PD DELETE TITLE 1.1 TITLE LEITE, LUIS O NAME 1.2 NAME 201 Alhambra Circle- Suite 1400 201 ALHAMBRA CIRCLE, STE 1400 1.3 STREET ADDRESS STREET ADDRESS Coral Gables, Fl. 33134 CORAL GABLES FL CITY - ST - ZIP 1.4 CITY-ST-ZIP SD DELETE Change Addition 2.1 TITLE TITLE MORAES-PINTO, RICARDO A NAME **2.2 NAME** 201 ALHAMBRA CIRCLE, STE 1400 2.3 STREET ADDRESS STREET ADDRESS CORAL GABLES FL 2.4 CITY-ST-ZIP CITY-ST-ZIF λs DELETE Addition 3.1 TITLE Change THUE LOPES, CAETANO R NAME 3.2 NAME 201 ALHAMBRA CIRCLE, STE 1400 STREET ADDRESS 3.3 STREET ADDRESS CORAL GABLES FL 3.4 CITY-ST-ZIP CITY-ST-ZIP DELETE Change Addition titie 4 1 TITLE ALTIT. PAUL E NAME 4 2 NAME 201 ALHAMBRA CIRCLE, STE 1400 STREET ADDRESS 4 3 STREET ADDRESS CORAL GABLES FL 4.4 CiTY-ST-ZIP CITY-\$1-ZIP DELETE Addition THE CD 5.1 TITLE Balardi. Renato J NAME 5.2 NAME 201 ALHAMBRA CIRCLE, STE 1400 5.3 STREET ADDRESS STREET ADDRESS CORAL GABLES FL 5.4 CITY - ST - ZIP CITY-ST-ZIP DELETE Addition 6.1 TITLE TETLE SOUZA, CARLOS C NAME 6.2 NAME 201 ALHAMBRA CIRCLE, STE 1400 6.3 STREET ADDRESS 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

CITY-ST-ZIP

CORAL GABLES FL

SIGNATURE AND TYPED OF PRINTED NAME OF SIGNING OFFICER ON DIRECTOR

1/29/57

(303) 445 - 1165 Daytine Proces (96/6)

CRZE034

FILED

Feb 28 1997 8:00am

Secretary of State