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May 14 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # F96000005718 (9)

1. Corporation Name

IPFO INTERNATIONAL PACKAGING PROCESSING FOOD MAC
HINERY FACTORY DIRECT OUTLET INC.



Principal Place of Business

100 KINGS POINT DR
CENTURY TOWERS, SUITE 706
N. MIAMI BEACH FL 33160

Mailing Address

100 KINGS POINT DR
CENTURY TOWERS, SUITE 706
N. MIAMI BEACH FL 33160

6241 SW 5TH PLACE
PLANTATION FL 33317-3909

DO NOT WRITE IN THIS SPACE

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

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

MOLLEDA, JOSE M
30 SW 71ST AVE
MIAMI FL 33144

81 Name Daniel L. Bertucelli

82 Street Address (P.O. Box Number is Not Acceptable)
1860 N. Pine Island Rd, Suite 109

83

84 City Plantation

FL

85 Zip Code 33322

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 PS
NAME FABRICIUS, KARL
STREET ADDRESS 100 KINGS POINT DR
CITY-ST-ZIP N. MIAMI BEACH FL

1.1 TITLE FABRICIUS, KARL PS
1.2 NAME
1.3 STREET ADDRESS 6241 SW 5TH PLACE
1.4 CITY-ST-ZIP PLANTATION FL 33317-3909

TITLE T
NAME FABRICIUS, KARL
STREET ADDRESS 100 KINGS POINT DR
CITY-ST-ZIP N. MIAMI BEACH FL 33160

2.1 TITLE FABRICIUS, KARL T
2.2 NAME
2.3 STREET ADDRESS 6241 SW 5TH PLACE
2.4 CITY-ST-ZIP PLANTATION FL 33317-3909

TITLE VICE PS
NAME FABRICIUS NICOLE
STREET ADDRESS 100 KINGS POINT DR
CITY-ST-ZIP N. MIAMI BEACH FL 33160

3.1 TITLE FABRICIUS NICOLE VP
3.2 NAME
3.3 STREET ADDRESS 6241 SW 5TH PLACE
3.4 CITY-ST-ZIP PLANTATION FL 33317-3909

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

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

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

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

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I 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

10th April 1998

CR2E034 (10/97)