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Mar 25 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # H64247 (0)  
1. Corporation Name  
GEM CREDIT CORPORATION



DO NOT WRITE IN THIS SPACE

Principal Place of Business % WATSCO, INC. 2665 S BAYSHORE DR., #901 COCONUT GROVE FL 33133		Mailing Address % WATSCO, INC. 2665 S BAYSHORE DR., #901 COCONUT GROVE FL 33133	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country	
9. Name and Address of Current Registered Agent KENNETH A. PERKINS GEMMAIRE DISTRIBUTORS, INC. 2151 W. HILLSBORO BLVD #400 DEERFIELD BEACH FL 33442		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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP	1.1 TITLE	
NAME	PERKINS, KEN	1.2 NAME	
STREET ADDRESS	2151 W. HILLSBORO BLVD #400	1.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	1.4 CITY-ST-ZIP	
TITLE	D	2.1 TITLE	SECRETARY
NAME	NEWMAN, RONALD P.	2.2 NAME	Barry Logan
STREET ADDRESS	2665 S BAYSHORE DR. #901	2.3 STREET ADDRESS	2665 S. Bayshore Drive #901
CITY-ST-ZIP	COCONUT GROVE FL	2.4 CITY-ST-ZIP	COCONUT GROVE, FL
TITLE	VPCO	3.1 TITLE	
NAME	FUMAGOLI, OSCAR J.	3.2 NAME	
STREET ADDRESS	2151 W HILLSBORO BLVD #400	3.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	3.4 CITY-ST-ZIP	
TITLE	T	4.1 TITLE	Vice-President
NAME	SERGIO A. RODRIGUEZ	4.2 NAME	MANUEL Perez de la Mesa
STREET ADDRESS	2151 W. HILLSBORO BLVD #400	4.3 STREET ADDRESS	2665 S. Bayshore Drive #901
CITY-ST-ZIP	DEERFIELD BEACH FL	4.4 CITY-ST-ZIP	COCONUT GROVE, FL
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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

 3/17/98

CP2E034 (10/97)