

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra H. Worthington
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # H-91895

CORPORATION NAME
MARDILA, INC.
2601 S. BAYSHORE DRIVE, SUITE 501
MIAMI, FL 33133

PLACE OF BUSINESS
SAME

3. Date incorporated or Qualified 12-26-85		3a. Date of Last Report 5-1-96	
4. FEI Number 59-2644201		Accepted For (Not Applicable)	
5. Certificate of Status Desired <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		\$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		\$5.00 May Be Added to Fees	
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
1. Principal Place of Business 25 S. to Apt. # 210 City & State Zip Country		2a. Mailing Address 26 Bldg. Apt. #, etc. City & State Zip Country	
2. Name and Address of Current Registered Agent A2 REGISTERED AGENTS CORP. 2601 S. BAYSHORE DRIVE MIAMI, FL 33133		19. Name and Address of New Registered Agent 27 Name 28 Street Address (P.O. Box Number is Not Acceptable) 29 30 City FL 31 Zip Code	

18. Pursuant to the provisions of Sections 607.0602 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 607.0605, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent may sign only if authorized by the corporation)

16. OFFICERS AND DIRECTORS		17. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS IN 12	
11a. TITLE	<input type="checkbox"/> DELETE	11. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
11b. NAME		12. NAME	
11c. STREET ADDRESS		13. STREET ADDRESS	
11d. CITY - ST. - ZIP		14. CITY - ST. - ZIP	
11e. TITLE	<input type="checkbox"/> DELETE	21. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
11f. NAME		22. NAME	
11g. STREET ADDRESS		23. STREET ADDRESS	
11h. CITY - ST. - ZIP		24. CITY - ST. - ZIP	
11i. TITLE	<input type="checkbox"/> DELETE	31. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
11j. NAME		32. NAME	
11k. STREET ADDRESS		33. STREET ADDRESS	
11l. CITY - ST. - ZIP		34. CITY - ST. - ZIP	
11m. TITLE	<input type="checkbox"/> DELETE	41. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
11n. NAME		42. NAME	
11o. STREET ADDRESS		43. STREET ADDRESS	
11p. CITY - ST. - ZIP		44. CITY - ST. - ZIP	
11q. TITLE	<input type="checkbox"/> DELETE	51. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
11r. NAME		52. NAME	
11s. STREET ADDRESS		53. STREET ADDRESS	
11t. CITY - ST. - ZIP		54. CITY - ST. - ZIP	
11u. TITLE	<input type="checkbox"/> DELETE	61. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
11v. NAME		62. NAME	
11w. STREET ADDRESS		63. STREET ADDRESS	
11x. CITY - ST. - ZIP		64. 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)(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. 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: MARVIN DIAZ-LACAYO, PRESIDENT
6/19/97 828-2673

06-09-1997 02:38PM
JUN-09-1997 09:56

ROSEN AND COMPANY
CCC PALMETTO

385 374 7006 P.02
3858240579 P.04

NOTICE OF REASONABLE CAUSE
FOR LATE FILING OF ANNUAL REPORT
1997

This corporation is a partner in PAL-MED Health Services, a partnership comprised of 204 partners, approximately 190 of which are Florida corporations.

In November, 1996 PAL-MED Health Services undertook steps to convert from a Florida partnership into a Florida corporation, and established Provider Innovations, Inc. for this purpose.

As of January 1, 1997 PAL-MED commenced operating as Provider Innovations, Inc. and advised each of its partners that there was no longer any need to maintain their corporations which were established for the sole purpose of holding their PAL-MED shares. They were further instructed not to file their annual reports and to allow their corporations to be involuntarily dissolved.

On May 20, 1997 a review of the conversion from PAL-MED Health Services to Provider Innovations, Inc. revealed that all of the legal steps necessary for the conversion were not consummated, and therefore the conversion was never effectuated. As a result the PAL-MED partnership was still in effect, and its individual and corporate partners remained in their same capacity as prior to January 1st.

Accordingly, each of the corporations which owns an interest in PAL-MED Health Services was instructed on June 4, 1997 to immediately file their annual reports and to attach this explanation of reasonable cause.