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Jan 28 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 # K12319

(5)

1. Corporation Name

FREE PORT ENTERPRISES, INC.

Principal Place of Business

1440 J.F. KENNEDY CAUSEWAY #400  
MIAMI BCH. FL 33139  
US

Mailing Address

1440 J.F. KENNEDY CAUSEWAY #400  
MIAMI BCH. FL 33139  
US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/20/1988	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 65-0041431	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
CARLOS J. VILLALOBOS 1440 J.F. KENNEDY ST. STE. 400 NORTH BAY VILLAGE FL 33141				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	PTD	1.1 TITLE	
NAME	YACOOB, ELI	1.2 NAME	
STREET ADDRESS	1440 J.F. KENNEDY CSWY, STE 400	1.3 STREET ADDRESS	
CITY-ST-ZIP	NORTH BAY VILLAGE FL	1.4 CITY-ST-ZIP	
TITLE	VSD	2.1 TITLE	
NAME	YACOOB, ELI	2.2 NAME	
STREET ADDRESS	9 ISLAN AV. AP 1809	2.3 STREET ADDRESS	
CITY-ST-ZIP	MIAMI BEACH, FL 33139	2.4 CITY-ST-ZIP	
TITLE	CFDO	3.1 TITLE	
NAME	CARLOS J. VILLALOBOS	3.2 NAME	
STREET ADDRESS	1440 J.F. KENNEDY CSWY., STE. 400	3.3 STREET ADDRESS	
CITY-ST-ZIP	NORTH BAY VILLAGE FL	3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
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)(f), 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: Carlos J. Villalobos 1/26/98 305-8652919

CR2E034 (10/97)