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

PROFIT CORPORATION ANNUAL REPORT **1999**

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED
99 APR 20 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # L60236

1. Corporation Name
BLACK PANTHER KENPO KARATE, INC.

Principal Place of Business
12260 SW 8th. Street
Ste 232
Miami, FL 33184-1549

Mailing Address
12260 SW 8th. Street
Ste 232
Miami, FL 33184-1549

4-20-99
DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
21 Suite, Apt #, etc
22 City & State
23 Zip 24 Country 25

2a. Mailing Address
26 Suite, Apt #, etc
27 City & State
28 Zip 29 Country 30

3. Date Incorporated or Qualified
03/22/90

4. FEI Number
65-0182 786 [ ] Applied For [ ] Not Applicable

5. Certificate of Status Desired [ ] $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] $5.00 May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax [✓] Yes [ ] No

9. Name and Address of Current Registered Agent
Mr. German Caicedo
12260 SW 8th. Street
Ste 232
Miami, FL 33184-1549

10. Name and Address of New Registered Agent
81 Name Mr. Carlos Madruga
82 Street Address (P.O. Box Number is Not Acceptable) 12260 SW 8th. Street
83
84 City Miami FL 85 Zip Code 33184

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 X Carlos J. Madruga 04-12-99
Signature of or typed or printed name of registered agent and date of acceptance

12. OFFICERS AND DIRECTORS

TITLE D/P
NAME Herman Caicedo
STREET ADDRESS 12260 SW 8th. Street, Ste 232
CITY-ST-ZIP Miami, FL 33184
XX DELETE

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE D/P
NAME Carlos Madruga
STREET ADDRESS 12260 SW 8th. Street, Ste 232
CITY-ST-ZIP Miami, FL 33184
X Change [ ] Add

TITLE D/VP
NAME Carlos Guerra
STREET ADDRESS 12260 SW 8th. Street, Ste 232
CITY-ST-ZIP Miami, FL 33184
[ ] Change [ ] Add

[ ] Change [ ] Add

400002820124--8
-03/26/99--01084--010
*****35.00 *****35.00
[ ] Change [ ] Add

400002820124--8
-04/20/99--01002--019
****115.00 ****115.00
[ ] Change [ ] Add

14. I hereby certify that the information supplied with this filing does not qualify for the exemption contained in Section 119.07(3)(i), Florida Statutes. I further certify that each officer and director indicated on this annual report or amendment to annual report is a real person. [illegible] Block 12 or Block 13 if changed, or on an attachment with an address with all other like corporations.

SIGNATURE: X Carlos J. Madruga Carlos Madruga 04-12-99
SIGNATURE AND TYPED OR PRINTED NAME OF SECRETARY OR OFFICER OR DIRECTOR

CR2E034 (1/98)