

2005 FOR PROFIT CORPORATION ANNUAL REPORT



FILED
Apr 26, 2005 8:00 am
Secretary of State

04-26-2005 90165 037 ***150.00

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03042005 Chg-P CR2E034 (10/03)

DOCUMENT # P00000051550					
1. Entity Name CEPEX USA, INC.					
Principal Place of Business 8003 WESTSIDE INDUSTRIAL DRIVE JACKSONVILLE, FL 32219			Mailing Address 8003 WESTSIDE INDUSTRIAL DRIVE JACKSONVILLE, FL 32219		
2. Principal Place of Business			3. Mailing Address		
Suite, Apt. #, etc.			Suite, Apt. #, etc.		
City & State			City & State		
Zip	Country	Zip	Country	4. FEI Number 59-3650743	
				Applied For Not Applicable	
				5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
8. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
RAX CO. C/O MCGUIRE, WOODS, BATTLE & BOOTHE LLP 50 NORTH LAURA STREET, 3300 BARNETT CENTER JACKSONVILLE, FL 32202			Name Fowler White Boggs Fierman P.A. Street Address (P.O. Box Number is Not Acceptable) 50 North Laura Street Suite 2200 City Jacksonville FL Zip Code 32202		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE Signature, typed or printed name of registered agent and title if applicable.			Michael E. Goodbread, JR. 4/21/05 See Attached. DATE		
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00			9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees		
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D ARREBOLA, PEDRO 8003 WESTSIDE INDUSTRIAL DRIVE JACKSONVILLE, FL 32219 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director GLOY PLANES 8003 WESTSIDE INDUSTRIAL DR. JACKSONVILLE FL 32219 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	C MORENO, ALBERT P LLUIS COMPANYYS 51-53 08400 GRANOLLERS BARCELONA, SPAIN. <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	CHAIRMAN IGNACIO ELBURGO P LLUIS COMPANYYS 51-53 Granollers, Barcelona SPAIN <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P COTE, ANDRE 8003 WESTSIDE INDUSTRIAL DRIVE JACKSONVILLE, FL 32219 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	SECRETARY/TREASURER PILAR VERGES 8003 Westside Industrial Dr. JACKSONVILLE FL 32219 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 			04/21/2005 9046951411 Date Daytime Phone #		

ATTACHMENT

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CEPEX USA, INC.
UNANIMOUS WRITTEN CONSENT
OF SHAREHOLDERS AND DIRECTORS IN LIEU OF ANNUAL MEETING

Pursuant to the authority of Sections 607.0704 and 607.0821 of the Florida Business Corporation Act, the undersigned, being all of the directors and shareholders of Cepex USA, Inc., a Florida corporation (the "Corporation"), do hereby affirmatively vote for, consent to, adopt, and approve the following resolutions:

BE IT RESOLVED, the following persons are elected to serve as the members of the Board of Directors of the Corporation until the next annual meeting of the shareholders and until their successors are elected and qualified or their earlier resignation, removal or death:

Eloy Planes
Ignacio Elburgo
Pilar Vergés

FURTHER RESOLVED, the following persons are elected to serve the Corporation in the following offices until the next annual meeting of the Board of Directors and until their successors are elected and qualified or their earlier resignation, removal or death:

President	Andre Côté
Chairman	Ignacio Elburgo
Secretary/Treasurer	Pilar Vergés

FURTHER RESOLVED, that any and all lawful actions heretofore or hereafter taken by any officer of the Corporation in connection with the business and operation of the Corporation from the date of the last annual meeting until the effective date of this consent hereby are ratified and confirmed as the act and deed of the Corporation.

FURTHER RESOLVED, that the proper officers of the Company, or any of them, hereby are authorized to take such action and to execute and deliver such documents for and in the name of the Company as may be necessary or advisable in order to carry out the full intent and purpose of the foregoing resolutions.

FURTHER RESOLVED, this action by written consent of shareholders and directors of the Corporation shall be in lieu of the annual meeting of the Board of Directors and shareholders of the Corporation.

ATTACHMENT

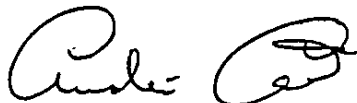
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Execution of this Consent by the undersigned pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, waives any requirement of a formal meeting to conduct the business referred to herein.

This consent shall be effective as of the 15th day of January, 2005, and may be signed in facsimile and counterpart signatures, with each facsimile and counterpart signature, when taken together, constituting a complete and original consent.




Pilar Vergés, Director



Andre Côté



Ignacio Elburgo, Director



Eloy Planes, Director

CEPEX HOLDING, S.A., its majority shareholder

By

Name: IGNACIO ELBURGO

Title: GENERAL MANAGER