FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT

1995

DEPARTMENT OF STATE

DOCUMENT # P94000002611 (9)

1. BISCAYNE 147 ASSOCIATES, INC.

APPROVED AND FILED

95 MAY 10 AM 10:35

SECRETARY OF STATE TALLAHASSEE, FLORIDA

1111 LINCOLN ROAD MALL
SUITE 500
MIAMI BEACH FL 33139

1111 LINCOLN ROAD MALL
SUITE 500
MIAMI BEACH FL 33139

3. 01/11/1994

4. FEI Number: 65-0470000 — 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

9. Name and Address of Current Registered Agent

ROSE, LEO JR.,ESQ
1111 LINCOLN ROAD MALL
SUITE 500
MIAMI BEACH FL 33139

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 Section 607.0505, 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. The change was authorized by the corporation's board of directors. Thereby accepting the appointment as registered agent, I am familiar with and accept the duties and responsibilities of Section 607.0505, Florida Statutes.

SIGNATURE

12. OFFICERS AND DIRECTORS

D
ROSE, LEO JR.,ESQ
1111 LINCOLN ROAD, SUITE 500
MIAMI BEACH FL 33139

D
ROSE, ELLEN ESQ.
1111 LINCOLN ROAD, SUITE 500
MIAMI BEACH FL 33139

President
Haim Wiener
1111 Lincoln Rd # 511
Miami Beach FL 33139

13. ADDITION, CHANGES TO OFFICERS AND DIRECTORS (A, C)

[ ] Change [ ] Add

14. I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall constitute an affirmation under the penalties prescribed in Chapter 817, Florida Statutes, that I am a director or officer of the corporation or the agent of the corporation in Florida, pursuant to Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 of this report as an officer or director with any title shown.

SIGNATURE: PRES. 5/25/95 305-538-6070

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

0147324 CP