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**Secretary of State**

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| <b>PROFIT CORPORATION</b><br><b>ANNUAL REPORT</b><br><b>1999</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                    |  <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| <b>DOCUMENT # P94000044758</b><br>1. Corporation Name<br><b>GIFT AMERICA INC.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| Principal Place of Business<br><b>8530 NW 3RD AVE</b><br><b>407</b><br><b>MIAMI FL 33126</b><br><b>US</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    | Mailing Address<br><b>POST OFFICE BOX 996153</b><br><b>SUITE 121</b><br><b>MIAMI FL 33299-6153</b><br><b>US</b>                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 2. Principal Place of Business<br><b>521 MADEIRA AVE.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    | 2a. Mailing Address<br><b>SAME.</b>                                                                                                                                                               |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| Suite, Apt. #, etc.<br><b>22</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                    | Suite, Apt. #, etc.<br><b>27</b>                                                                                                                                                                  |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| City & State<br><b>CORAL GABLES</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                    | City & State<br><b>28</b>                                                                                                                                                                         |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| Zip<br><b>33134</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                    | Zip<br><b>30</b>                                                                                                                                                                                  |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| Country<br><b>25</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                    | Country<br><b>29</b>                                                                                                                                                                              |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 9. Name and Address of Current Registered Agent<br><b>MELJAARD, CORNELIS A</b><br><b>8530 NW 3RD LANE #407</b><br><b>MIAMI FL 33126</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 10. Name and Address of New Registered Agent<br><b>81 Name MORAIMA M. MELJAARD.</b><br><b>82 Street Address (P.O. Box Number is Not Acceptable) 521 MADEIRA AVE</b><br><b>83</b><br><b>84 City CORAL GABLES FL 85 Zip Code 33134</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 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.<br>SIGNATURE <i>[Signature]</i> DATE <i>April 21, 1999</i><br><small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small> |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 12. OFFICERS AND DIRECTORS<br><table border="1"> <tr> <td>TITLE</td> <td><b>S</b></td> <td><input type="checkbox"/> DELETE</td> </tr> <tr> <td>NAME</td> <td><b>MELJAARD, MORAIMA M</b></td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td><b>8530 NW 3RD LANE #407</b></td> <td></td> </tr> <tr> <td>CITY-ST-ZIP</td> <td><b>MIAMI FL</b></td> <td></td> </tr> </table>                                                                                                                                                                                                                                                                                                             |                                    | TITLE                                                                                                                                                                                             | <b>S</b> | <input type="checkbox"/> DELETE | NAME | <b>MELJAARD, MORAIMA M</b> |  | STREET ADDRESS | <b>8530 NW 3RD LANE #407</b> |  | CITY-ST-ZIP | <b>MIAMI FL</b> |  | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12<br><table border="1"> <tr> <td>1.1 TITLE</td> <td><b>PRESIDENT</b></td> <td><input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition</td> </tr> <tr> <td>1.2 NAME</td> <td><b>MORAIMA - HERCACE MELJAARD</b></td> <td></td> </tr> <tr> <td>1.3 STREET ADDRESS</td> <td><b>521 MADEIRA AVE</b></td> <td></td> </tr> <tr> <td>1.4 CITY-ST-ZIP</td> <td><b>CORAL GABLES, FL 33134</b></td> <td></td> </tr> <tr> <td>2.1 TITLE</td> <td><b>CORNELIS MELJAARD.</b></td> <td><input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition</td> </tr> <tr> <td>2.2 NAME</td> <td><b>VICE-PRES. &amp; TREASURER.</b></td> <td></td> </tr> <tr> <td>2.3 STREET ADDRESS</td> <td><b>521 MADEIRA AVE</b></td> <td></td> </tr> <tr> <td>2.4 CITY-ST-ZIP</td> <td><b>CORAL GABLES FL 33134</b></td> <td></td> </tr> <tr> <td>3.1 TITLE</td> <td></td> <td><input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition</td> </tr> <tr> <td>3.2 NAME</td> <td></td> <td></td> </tr> <tr> <td>3.3 STREET ADDRESS</td> <td></td> <td></td> </tr> <tr> <td>3.4 CITY-ST-ZIP</td> <td></td> <td></td> </tr> <tr> <td>4.1 TITLE</td> <td></td> <td><input type="checkbox"/> Change <input type="checkbox"/> Addition</td> </tr> <tr> <td>4.2 NAME</td> <td></td> <td></td> </tr> <tr> <td>4.3 STREET ADDRESS</td> <td></td> <td></td> </tr> <tr> <td>4.4 CITY-ST-ZIP</td> <td></td> <td></td> </tr> <tr> <td>5.1 TITLE</td> <td></td> <td><input type="checkbox"/> Change <input type="checkbox"/> Addition</td> </tr> <tr> <td>5.2 NAME</td> <td></td> <td></td> </tr> <tr> <td>5.3 STREET ADDRESS</td> <td></td> <td></td> </tr> <tr> <td>5.4 CITY-ST-ZIP</td> <td></td> <td></td> </tr> <tr> <td>6.1 TITLE</td> <td></td> <td><input type="checkbox"/> Change <input type="checkbox"/> Addition</td> </tr> <tr> <td>6.2 NAME</td> <td></td> <td></td> </tr> <tr> <td>6.3 STREET ADDRESS</td> <td></td> <td></td> </tr> <tr> <td>6.4 CITY-ST-ZIP</td> <td></td> <td></td> </tr> </table> |  | 1.1 TITLE | <b>PRESIDENT</b> | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition | 1.2 NAME | <b>MORAIMA - HERCACE MELJAARD</b> |  | 1.3 STREET ADDRESS | <b>521 MADEIRA AVE</b> |  | 1.4 CITY-ST-ZIP | <b>CORAL GABLES, FL 33134</b> |  | 2.1 TITLE | <b>CORNELIS MELJAARD.</b> | <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition | 2.2 NAME | <b>VICE-PRES. &amp; TREASURER.</b> |  | 2.3 STREET ADDRESS | <b>521 MADEIRA AVE</b> |  | 2.4 CITY-ST-ZIP | <b>CORAL GABLES FL 33134</b> |  | 3.1 TITLE |  | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition | 3.2 NAME |  |  | 3.3 STREET ADDRESS |  |  | 3.4 CITY-ST-ZIP |  |  | 4.1 TITLE |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition | 4.2 NAME |  |  | 4.3 STREET ADDRESS |  |  | 4.4 CITY-ST-ZIP |  |  | 5.1 TITLE |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition | 5.2 NAME |  |  | 5.3 STREET ADDRESS |  |  | 5.4 CITY-ST-ZIP |  |  | 6.1 TITLE |  | <input type="checkbox"/> Change <input type="checkbox"/> Addition | 6.2 NAME |  |  | 6.3 STREET ADDRESS |  |  | 6.4 CITY-ST-ZIP |  |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>S</b>                           | <input type="checkbox"/> DELETE                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>MELJAARD, MORAIMA M</b>         |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>8530 NW 3RD LANE #407</b>       |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>MIAMI FL</b>                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 1.1 TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>PRESIDENT</b>                   | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                      |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 1.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>MORAIMA - HERCACE MELJAARD</b>  |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 1.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>521 MADEIRA AVE</b>             |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 1.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <b>CORAL GABLES, FL 33134</b>      |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 2.1 TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>CORNELIS MELJAARD.</b>          | <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition                                                                                                           |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 2.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>VICE-PRES. &amp; TREASURER.</b> |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 2.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>521 MADEIRA AVE</b>             |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 2.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <b>CORAL GABLES FL 33134</b>       |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 3.1 TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition                                                                                                                      |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 3.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 3.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 3.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 4.1 TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                 |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 4.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 4.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 4.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 5.1 TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                 |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 5.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 5.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 5.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 6.1 TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                 |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 6.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 6.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                    |                                                                                                                                                                                                   |          |                                 |      |                            |  |                |                              |  |             |                 |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |           |                  |                                                                              |          |                                   |  |                    |                        |  |                 |                               |  |           |                           |                                                                                         |          |                                    |  |                    |                        |  |                 |                              |  |           |  |                                                                              |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |           |  |                                                                   |          |  |  |                    |  |  |                 |  |  |
| 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)(i), 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, with all other like empowered.

SIGNATURE:

SIGNATURE REQUIRED

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

March 31

1999

305-445-7077

CR2E034 (11/98)