

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

FILED  
Jun 10 1998 8:00am  
Secretary of State

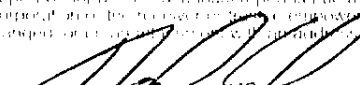
|                                                                                                                                                                                   |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--|
| <b>*PROFIT CORPORATION ANNUAL REPORT 1998</b>                                                                                                                                     |  |                                                                                       |                                                             | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |  |
| <b>DOCUMENT # P95000079906</b>                                                                                                                                                    |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 1. Corporation Name<br><b>CARIBBEAN EAGLE, INC.</b>                                                                                                                               |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| Principal Place of Business<br><b>14482 SW 144CT<br/>MIAMI FL 33186</b>                                                                                                           |  |                                                                                                                                                                        | Mailing Address<br><b>14482 SW 144CT<br/>MIAMI FL 33186</b> |                                                                                                           |  |
| 2. Principal Place of Business<br>21 <b>14482 S.W 144CT</b><br>Suite, Apt. #, etc.<br>22<br>City & State<br>23 <b>MIAMI FL</b><br>Zip<br>24 <b>33186</b> Country<br>25 <b>USA</b> |  | 2a. Mailing Address<br>26 <b>14482 S.W 144CT</b><br>Suite, Apt. #, etc.<br>27<br>City & State<br>28 <b>MIAMI FL</b><br>Zip<br>29 <b>33186</b> Country<br>30 <b>USA</b> |                                                             | DO NOT WRITE IN THIS SPACE                                                                                |  |
| 3. Date Incorporated or Qualified<br><b>OCTOBER 13, 1995</b>                                                                                                                      |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 4. FET Number<br><b>65-0628561</b> Applied for<br>Not Applicable                                                                                                                  |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                                                                   |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                                                             |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No            |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 9. Name and Address of Current Registered Agent<br><b>RONALD EDMOND<br/>14482 S.W 144CT<br/>MIAMI FL 33186</b>                                                                    |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |
| 10. Name and Address of New Registered Agent<br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City <b>FL</b> 85 Zip Code                           |  |                                                                                                                                                                        |                                                             |                                                                                                           |  |

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
(Signature of the person who is authorized to sign this statement on behalf of the corporation. If the corporation is a partnership, the signature of a partner is required. If the corporation is a limited liability company, the signature of a member is required.)

| 12. OFFICERS AND DIRECTORS |                                                  | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
|----------------------------|--------------------------------------------------|-------------------------------------------------------|-------------------------------------------------------------------|
| TITLE                      | <b>PRESIDENT</b> <input type="checkbox"/> DELETE | 11 TITLE                                              | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>RONALD EDMOND</b>                             | 12 NAME                                               |                                                                   |
| STREET ADDRESS             | <b>14482 S.W 144CT</b>                           | 13 STREET ADDRESS                                     |                                                                   |
| CITY- ST- ZIP              | <b>MIAMI FL 33186</b>                            | 14 CITY- ST- ZIP                                      | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                      | <input type="checkbox"/> DELETE                  | 21 TITLE                                              |                                                                   |
| NAME                       |                                                  | 22 NAME                                               |                                                                   |
| STREET ADDRESS             |                                                  | 23 STREET ADDRESS                                     |                                                                   |
| CITY- ST- ZIP              |                                                  | 24 CITY- ST- ZIP                                      | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                      | <input type="checkbox"/> DELETE                  | 31 TITLE                                              |                                                                   |
| NAME                       |                                                  | 32 NAME                                               |                                                                   |
| STREET ADDRESS             |                                                  | 33 STREET ADDRESS                                     |                                                                   |
| CITY- ST- ZIP              |                                                  | 34 CITY- ST- ZIP                                      | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                      | <input type="checkbox"/> DELETE                  | 41 TITLE                                              |                                                                   |
| NAME                       |                                                  | 42 NAME                                               |                                                                   |
| STREET ADDRESS             |                                                  | 43 STREET ADDRESS                                     |                                                                   |
| CITY- ST- ZIP              |                                                  | 44 CITY- ST- ZIP                                      | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                      | <input type="checkbox"/> DELETE                  | 51 TITLE                                              |                                                                   |
| NAME                       |                                                  | 52 NAME                                               |                                                                   |
| STREET ADDRESS             |                                                  | 53 STREET ADDRESS                                     |                                                                   |
| CITY- ST- ZIP              |                                                  | 54 CITY- ST- ZIP                                      | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                      | <input type="checkbox"/> DELETE                  | 61 TITLE                                              |                                                                   |
| NAME                       |                                                  | 62 NAME                                               |                                                                   |
| STREET ADDRESS             |                                                  | 63 STREET ADDRESS                                     |                                                                   |
| CITY- ST- ZIP              |                                                  | 64 CITY- ST- ZIP                                      | <input type="checkbox"/> Change <input type="checkbox"/> Addition |

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 on the information 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; that I am duly authorized to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 of this filing and is not otherwise prohibited.

SIGNATURE:  **RONALD EDMOND** 6/5/98 305-255-8058

CR2E034 (10/97)