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May 16 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthart  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # P96000014086 (8)  
1. Corporation Name  
UNIVERSE GROUP, CORP.



Principal Place of Business: 2861 S.W. 72RD WAY SUITE 2012 DAVIE FL 33314-1022  
Mailing Address: 2861 S.W. 72RD WAY SUITE 2012 DAVIE FL 33314

3. Date Incorporated or Qualified: 02/14/1996  
3a. Date of Last Report: [Blank]  
4. FEI Number: 59-3361647  
Applied For: [Blank] / Not Applicable  
5. Certificate of Status Desired: [ ] \$8.75 Additional Fee Required  
6. Election Campaign Financing Trust Fund Contribution: [ ] \$5.00 May Be Added to Fees  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: [ ] Yes [X] No

2. Principal Place of Business: 301 HIBISCUS AVE #3 POMPANO BEACH FL 33062  
2a. Mailing Address: 301 HIBISCUS AVE #3 POMPANO BEACH FL 33062  
21-24: Address details (Suite, City, State, Zip, Country)

9. Name and Address of Current Registered Agent  
REGISTER AGENT SERVICE CORPORATION  
444 BRICKELL AVE.  
SUITE 300  
MIAMI FL 33131

10. Name and Address of New Registered Agent  
81 Name: HEROS SILVA  
82 Street Address: 301 HIBISCUS AVE #3  
83 City: POMPANO BEACH FL  
84 Zip Code: 33062

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 I accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: *[Signature]* - HEROS SILVA - PRESIDENT DATE: 5/5/97

12. OFFICERS AND DIRECTORS

TITLE	PD	DELETE
NAME	SILVA, HEROS	
STREET ADDRESS	% 2862 S.W. 73RD WAY SUITE 2012	
CITY - ST - ZIP	DAVIE FL 33314-1022	
TITLE	VD	DELETE
NAME	SOUSA, LILIANE	
STREET ADDRESS	% 2862 S.W. 73RD WAY SUITE 2012	
CITY - ST - ZIP	DAVIE FL 33314-1022	
TITLE	TSD	DELETE
NAME	SOUSA, RONALDO	
STREET ADDRESS	% 2862 S.W. 73RD WAY SUITE 2012	
CITY - ST - ZIP	DAVIE FL 33314-1022	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	[X] Change [ ] Addition
1.2 NAME	
1.3 STREET ADDRESS	301 HIBISCUS AVE #3
1.4 CITY - ST - ZIP	POMPANO BEACH FL 33062
2.1 TITLE	[X] Change [ ] Addition
2.2 NAME	
2.3 STREET ADDRESS	301 HIBISCUS AVE #3
2.4 CITY - ST - ZIP	POMPANO BEACH, FL 33062
3.1 TITLE	[X] Change [ ] Addition
3.2 NAME	
3.3 STREET ADDRESS	301 HIBISCUS AVE #3
3.4 CITY - ST - ZIP	POMPANO BEACH FL 33062
4.1 TITLE	[ ] Change [ ] Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	[ ] Change [ ] Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	[ ] Change [ ] Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY - ST - ZIP	

14. I do 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.

SIGNATURE: *[Signature]* HEROS SILVA DATE: 4/15/97 DAYTIME PHONE #: (954) 296-8306

CR2E034 (9/96)