

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

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PROFIT CORPORATION ANNUAL REPORT 1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000020616

1. Corporation Name
MELENA DEL SUR MANAGEMENT COMPANY

Principal Place of Business: 316 ROYAL POINCIANA PLAZA, PALM BEACH FL 33480

Mailing Address: 316 ROYAL POINCIANA PLAZA, PALM BEACH FL 33480

2. Principal Place of Business: 21 340 Royal Poinciana Way, Suite 316, Palm Beach, FL 33480, USA

2a. Mailing Address: 26 340 Royal Poinciana Way, Suite 316, Palm Beach, FL 33480, USA

9. Name and Address of Current Registered Agent: KLOCK, JOSEPH P JR, 200 S. BISCAYNE BLVD., 41ST FLOOR, MIAMI FL 33131

81 Name, 82 Street Address, 83 City, 84 City, 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. Thereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE


12. OFFICERS AND DIRECTORS

TITLE	D	[] DELETE
NAME	WEBER, VICTORIA L	
STREET ADDRESS	215 SOUTH MONROE ST., SUITE 601	
CITY-ST-ZIP	TALLAHASSEE FL 32301-1804	
TITLE	P	[] DELETE
NAME	FANJUL, JOSE F	
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	
CITY-ST-ZIP	PALM BEACH FL 33480	
TITLE	S	[] DELETE
NAME	KLOCK, JOSEPH P JR	
STREET ADDRESS	200 S. BISCAYNE BLVD., 41ST FL	
CITY-ST-ZIP	MIAMI FL 33131-2398	
TITLE	T	[] DELETE
NAME	FANJUL DE AZQUETA, LILLIAN M	
STREET ADDRESS	316 ROYAL POINCIANA PLAZA	
CITY-ST-ZIP	PALM BEACH FL 33480	
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

11 TITLE	[] Change [] Add
12 NAME	
13 STREET ADDRESS	
14 CITY-ST-ZIP	
21 TITLE	[] Change [] Add
22 NAME	
23 STREET ADDRESS	
24 CITY-ST-ZIP	
31 TITLE	
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	
41 TITLE	[] Change [] Add
42 NAME	
43 STREET ADDRESS	
44 CITY-ST-ZIP	
51 TITLE	[] Change [] Add
52 NAME	
53 STREET ADDRESS	
54 CITY-ST-ZIP	
61 TITLE	[] Change [] Add
62 NAME	
63 STREET ADDRESS	
64 CITY-ST-ZIP	

FILED
99 MAY -3 AM 11:49
DIVISION OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporation or Qualified: 03/06/1996

4. FEI Number: NOT APPLICABLE

5. Certificate of Status Desired: Applied For Not Applicable

6. Election Change of Filing Status: \$8.75 Additional Fee Required

7. Election Change of Filing Status: \$5.00 May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax: Yes No

10. Name and Address of New Registered Agent

14. I hereby certify that the information supplied with this filing does not qualify for the exemption, et cetera, Section 139.07(3)(b), 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. 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:  Joseph P. Klock, Jr.

4/29/99 305-577-2877

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