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Feb 24 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # P96000034989 (9)

1. Corporation Name
INCREDIBLE EARTH, INC.

Principal Place of Business
6801 SOUTHWEST 116TH COURT, SUITE 104
MIAMI FL 33173

Mailing Address
6801 SOUTHWEST 116TH COURT, SUITE 104
MIAMI FL 33173-1704



3. Date Incorporated or Qualified
04/22/1996

3a. Date of Last Report

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24

25

29

30

4. FEI Number

Applied For

Not Applicable

6. 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 No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

~~AMERILAWYER CHARTERED~~
~~343 ALMERIA AVENUE~~
~~CORAL GABLES FL 33134~~

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83 #104

84 City MIAMI

FL

85 33173

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE PD
NAME FARIA, TIBERIO C
STREET ADDRESS 6801 SOUTHWEST 116TH COURT, SUITE 104
CITY- ST- ZIP MIAMI FL 33173

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY- ST- ZIP

TITLE VD
NAME ~~CHANG, VICTOR~~
STREET ADDRESS 6801 SOUTHWEST 116TH COURT, SUITE 104
CITY- ST- ZIP MIAMI FL 33173

2.1 TITLE Vice President-Secretary
2.2 NAME Gloria Faria
2.3 STREET ADDRESS
2.4 CITY- ST- ZIP

TITLE STD
NAME ~~SPAGIO, GUNTER~~
STREET ADDRESS 6801 SOUTHWEST 116TH COURT, SUITE 104
CITY- ST- ZIP MIAMI FL 33173

3.1 TITLE No name
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY- ST- ZIP

TITLE VPS
NAME GLORIA FARIA
STREET ADDRESS 6801 SW 116th CT #104
CITY- ST- ZIP MIAMI FL 33173

4.1 TITLE VPS
4.2 NAME GLORIA FARIA
4.3 STREET ADDRESS 6801 SW 116th CT #104
4.4 CITY- ST- ZIP MIAMI FL 33173

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY- ST- ZIP

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

6.1 TITLE
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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Tiberio Faria

Jan 97 (305) 2719312

Daytime Phone #

CR2E034 (9/96)