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Apr 10 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 # P96000058665 (6)

1. Corporation Name

RSL HOLDINGS, INC.

c/o St. Louis, Guerra & Delgado, P.A.

Principal Place of Business

Mailing Address

~~201 SOUTH BISCAYNE BLVD. STE 2300~~
~~MIAMI FL 33131-4332~~

~~201 SOUTH BISCAYNE BLVD. STE 2300~~
~~MIAMI FL 33131-4332~~

3. Date Incorporated or Qualified

07/11/1996

3a. Date of Last Report

2. Principal Place of Business

21 201 South Biscayne Blvd.

2a. Mailing Address

26 201 South Biscayne Blvd.

Suite Apt. #, etc.

Suite Apt. #, etc.

22 Miami Center, 10th Floor

27 Miami Center, 10th Floor

City & State

City & State

23 Miami, Florida

28 Miami, Florida

Zip

Country

Zip

Country

24 33131-4332

25

29 33131-4332

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

~~LOUIS, ROLAND R JR.~~ (correction, not change)

81 Name St. Louis, Roland R., Jr.

~~201 SOUTH BISCAYNE BLVD. STE 2300~~

82 Street Address (P.O. Box Number is Not Acceptable)
201 S. Biscayne Blvd., 10th Floor

~~MIAMI FL 33131-4332~~

83 Miami Center

84 City
Miami

85 Zip Code
FL 33131-4332

11. Pursuant to the provisions of Sections 607.0505 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

Roland R. St. Louis, Jr.

April 2, 1997

(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	NAME	STREET ADDRESS	CITY-ST-ZIP
	D ST LOUIS, ROLAND R JR.	201 SOUTH BISCAYNE BLVD. STE 2300	MIAMI FL 33131-4332

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP
		201 S. Biscayne Blvd., 10th Floor	Miami, Florida 33131-4332

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:

April 2, 1997

305-373-4042

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Roland R. St. Louis, Jr., President

Date

Daytime Phone #

CR2E034 (9/96)