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

PROFIT CORPORATION ANNUAL REPORT **1998**

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

FILED
98 JUN -2 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P96000062650 (2)

1. Corporation Name
CSW ACQUISITION CORP.

Principal Place of Business	Mailing Address
1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131	1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 07/26/1996
4. FEI Number: 65-0682401 — [ ] Applied For [ ] Not Applicable
5. Certificate of Status Desired [X] — $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution [ ] — $5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. [X] Yes [ ] No

2. Principal Place of Business		2a. Mailing Address	
21	1840 W 49th Street	26	1840 West 49th Street
22	Suite, Apt. #, etc.: Suite 700	27	Suite, Apt. #, etc.: Suite 700
23	City & State: Hialeah, Fl.	28	City & State: Hialeah, Fl.
24	Zip: 33012	29	Zip: 33012
25	Country: US	30	Country: US

9. Name and Address of Current Registered Agent

IGLESIAS, JOANNA
1221 BRICKELL AVENUE
MIAMI FL 33131

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City — FL
85	Zip Code

100002547141--7
-06/04/98--01027--001
****900.00 ****150.00

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 NAME STREET ADDRESS CITY-ST-ZIP	DP WEISS, BRADLEY S 1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131	[ ] DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	[X] Change [ ] Addition DP BRADLEY S. WEISS 1840 W 49th Street, Suite 700 Hialeah, Fl. 33012
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPS CRAIG, EDWARD B 1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131	[ ] DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	[X] Change [ ] Addition SVP EDWARD B. CRAIG 1840 W 49th Street, Suite 700 Hialeah, Fl. 33012
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP TESSIER, CYNTHIA A 1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131	[X] DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	[ ] Change [ ] Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T RODRIGUEZ, GUILLERMO 1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131	[ ] DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	[X] Change [ ] Addition T GUILLERMO RODRIGUEZ 1840 W 49th Street, Suite 700 Hialeah, Fl. 33012
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP VAN VLIET, MATT 1001 BRICKELL BAY DR., STE 1200 MIAMI FL 33131	[ ] DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	[X] Change [ ] Addition VP MATT VAN VLIET 1840 W 49th Street, Suite 700 Hialeah, Fl. 33012
TITLE NAME STREET ADDRESS CITY-ST-ZIP		[ ] DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	[ ] Change [ ] Addition TS 6/3

CR2E034 (10/97)

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 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] 3/20/98 (305) 827-3331