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FILED  
May 09 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 # P96000090187 (1)

1. Corporation Name

GLOBAL DISTRIBUTION NETWORK GROUP, INC.



Principal Place of Business

7760 SW 88TH STREET  
MIAMI FL 33156

Mailing Address

7760 SW 88TH STREET  
MIAMI FL 33156-7523

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

24 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

29 Country

3. Date Incorporated or Qualified

11/01/1996

3a. Date of Last Report

4. FEI Number

65-0724950

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional  
Fee Required

6. Election Campaign Financing

\$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

COLLETTI, JOSEPH R  
3350 BISCAYNE BLVD. STE 610  
MIAMI FL 33137

10. Name and Address of New Registered Agent

81 Name JOSEPH R. VENDI  
82 Street Address (P.O. Box Number is Not Acceptable)  
7760 SW 88 STREET  
83  
84 City MIAMI FL 85 Zip Code 33156

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 of officer or director of corporation and not of registered agent (if applicable)

(NOTE: Registered Agent signature required when reinstating)

DATE

4/25/97

12. OFFICERS AND DIRECTORS

TITLE	PD	DELETE
NAME	VENDI, JOSEPH	
STREET ADDRESS	7760 SW 88TH STREET	
CITY-ST-ZIP	MIAMI FL 33156	
TITLE	VD	DELETE
NAME	DISISTO, PETER	
STREET ADDRESS	260 CRANDON BLVD. STE 32-466	
CITY-ST-ZIP	KEY BISCAYNE FL 33149	
TITLE	ST	DELETE
NAME	VENDI, MARIA	
STREET ADDRESS	7760 SW 88TH STREET	
CITY-ST-ZIP	MIAMI FL 33156	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
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	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP	Change	Addition
	VENDI, JOSEPH				
2.1 TITLE	2.2 NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP	Change	Addition
	DISISTO, PETER				
3.1 TITLE	3.2 NAME	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP	Change	Addition
4.1 TITLE	4.2 NAME	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP	Change	Addition
5.1 TITLE	5.2 NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP	Change	Addition
6.1 TITLE	6.2 NAME	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP	Change	Addition

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 of officer or director of corporation and not of registered agent (if applicable)

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CR2E034 (9/96)