

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

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # P 96 000 103 820
1. Corporation Name

Oaklawn Asset Management, Inc.

Principal Place of Business Mailing Address
100 North Biscayne Blvd.
Suite 2100, New World Tower
Miami, FL 33132-2306

3. Date Incorporated or Qualified: 12/27/96
3a. Date of Last Report: 4/29/97
4. FEI Number: 58-2315077
Applied For Not Applicable
5. 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

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

9. Name and Address of Current Registered Agent
Alexander Reus, Esq.
100 N. Biscayne Blvd.
Suite 2100, New World Tower
Miami, FL 33132-2306

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

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 _____ (NOTE: Registered Agent signature required when first filing) (M)

12. OFFICERS AND DIRECTORS

TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	Thomas Cornelius	
STREET ADDRESS	90 Park Ave., Suite 1900	
CITY- ST- ZIP	New York, NY 10016	<input type="checkbox"/> DELETE
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY- ST- ZIP		<input type="checkbox"/> DELETE
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY- ST- ZIP		<input type="checkbox"/> DELETE
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY- ST- ZIP		<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	P/D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
12 NAME	Javier Hernandez	
13 STREET ADDRESS	100 N. Biscayne Blvd., Suite 2100	
14 CITY- ST- ZIP	Miami, FL 33132-2306	<input type="checkbox"/> Change <input type="checkbox"/> Addition
21 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME		
23 STREET ADDRESS		
24 CITY- ST- ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
31 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME		
33 STREET ADDRESS		
34 CITY- ST- ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
41 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME		
43 STREET ADDRESS		
44 CITY- ST- ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
51 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME		
53 STREET ADDRESS		
54 CITY- ST- ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
61 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME		
63 STREET ADDRESS		
64 CITY- ST- ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

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11/24/97

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(c), 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: **Javier Hernandez, President** 11/1/97 305-377-3561

CP2E034 (9/96)

BAUR, MILLER & WEBNER, P.A.

ATTORNEYS AT LAW

November 17, 1997

THOMAS BAUR, J.D., M.C.L., J.C.B.
ADMITTED IN FLORIDA AND IN THE
FEDERAL REPUBLIC OF GERMANY

REBECCA M. MILLER, J.D.

DALE F. WEBNER, J.D.

FREDERICK WOODBRIDGE, JR., J.D.
LIC. EN DERECHO (MADRID, SPAIN)

CHRISTOPHER J. KLEIN, J.D.

KARIN L. HUGET, J.D.

ALEXANDER REUS, J.D. (GERMANY), J.D., LL.M.
ADMITTED IN FLORIDA, NEW YORK, AND THE
DISTRICT OF COLUMBIA

OF COUNSEL

PROF. WILLIAM H. NEWTON, III, J.D.

JEFFREY A. BERNSTEIN, J.D.

DAVID S. BERGER, J.D.

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ADMITTED IN THE FEDERAL REPUBLIC OF
GERMANY ONLY

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VIA REGULAR MAIL

Florida Secretary of State
Annual Reports Filing Division of Corporations
P.O. Box 6327
Tallahassee, FL 32315

Re.: Amended Annual Report
Oaklawn Asset Management, Inc.
Our File No. 2475.002

Dear Secretary of State:

Enclosed please find the amended annual report of the above referenced corporation together with the filing fee in the amount of \$61.25. Please enter the requested changes.

Thank you for your cooperation.

Sincerely yours,



Alexander Reus

Enclosure
AR/ncs