
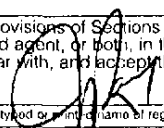
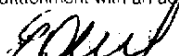


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
Mar 16 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE Sandra B. Motham Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # P97000005447 (2)</b> 1. Corporation Name <b>MILLENNIUM USA CORP.</b>			
Principal Place of Business <b>7061 GRAND NATIONAL DRIVE SUITE 107-A ORLANDO FL 32819</b>		Mailing Address <b>7061 GRAND NATIONAL DRIVE SUITE 107-A ORLANDO FL 32819</b>	
2. Principal Place of Business 21 <b>6220 S. O.B.T.</b> Suite, Apt. #, etc. 22 <b>135</b> City & State 23 <b>ORLANDO, FL</b> Zip 24 <b>32809</b> Country 25 <b>USA.</b>		2a. Mailing Address 26 <b>6220 S. O.B.T.</b> Suite, Apt. #, etc. 27 <b>135</b> City & State 28 <b>ORLANDO, FL</b> Zip 29 <b>32809</b> Country 30 <b>USA.</b>	
3. Name and Address of Current Registered Agent <b>PINTO, EDEGAR A 5850 LAKEHURST DRIVE SUITE 100 ORLANDO FL 32819</b>		10. Name and Address of New Registered Agent 81 Name <b>RAMOS, JOSE L.</b> 82 Street Address (P.O. Box Number is Not Acceptable) 83 <b>5381-B HOFFNER AVE</b> 84 City <b>ORLANDO</b> FL 85 Zip Code <b>32812</b>	
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  <b>JOSE L. RAMOS</b> DATE <b>2/4/98</b> <small>Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)</small>			
12. OFFICERS AND DIRECTORS TITLE <b>VD</b> <input type="checkbox"/> DELETE NAME <b>JUNIOR, ARLINDO M. S</b> STREET ADDRESS <b>7061 GRAND NATIONAL DRIVE, #107-A</b> CITY-ST-ZIP <b>ORLANDO FL 32819</b> TITLE <b>STD</b> <input type="checkbox"/> DELETE NAME <b>SANTO, MARCO A. DE C E</b> STREET ADDRESS <b>7061 GRAND NATIONAL DRIVE, #107-A</b> CITY-ST-ZIP <b>ORLANDO FL 32819</b> TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY-ST-ZIP TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY-ST-ZIP TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY-ST-ZIP TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY-ST-ZIP		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 1.2 NAME 1.3 STREET ADDRESS <b>6220 S. ORANGE BLOSSOM TRAIL</b> 1.4 CITY-ST-ZIP <b>#135 ORLANDO, FL 32809</b> 2.1 TITLE <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 2.2 NAME 2.3 STREET ADDRESS <b>6220 S. ORANGE BLOSSOM TRAIL #135</b> 2.4 CITY-ST-ZIP <b>ORLANDO, FL 32809</b> 3.1 TITLE <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition 3.2 NAME <b>ELISABETH M. E. SANTO</b> 3.3 STREET ADDRESS <b>6220 S. O.B.T. #135</b> 3.4 CITY-ST-ZIP <b>ORLANDO, FL 32809</b> 4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP 6.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	
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:

 President

2/12/98

CR2E034 (10/97)