

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

FILED  
Apr 29 1998 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1998 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # P97000041492 (4)

1. Corporation Name

CPC FINANCIAL ADVISORS, INC.

Principal Place of Business

~~2000 S.W. THIRD AVENUE #301~~  
~~MIAMI FL 33129~~

Mailing Address

~~2000 S.W. THIRD AVENUE #301~~  
~~MIAMI FL 33129~~



DO NOT WRITE IN THIS SPACE

|                                |                       |
|--------------------------------|-----------------------|
| 2. Principal Place of Business | 2a. Mailing Address   |
| 21 1000 BRICKELL AVE.          | 26 1000 BRICKELL AVE. |
| Suite, Apt #, etc.             | Suite, Apt #, etc.    |
| 22 SUITE 900                   | 27 SUITE 900          |
| City & State                   | City & State          |
| 23 MIAMI, FL                   | 28 MIAMI FL           |
| Zip                            | Zip                   |
| 24 33131                       | 29 33131              |
| Country                        | Country               |
| 25 USA                         | 30 USA                |

|                                                                                                     |                                                                     |
|-----------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|
| 3. Date Incorporated or Qualified                                                                   | Applied For                                                         |
| 05/09/1997                                                                                          | Not Applicable                                                      |
| 4. FEI Number                                                                                       |                                                                     |
| 65-0751105                                                                                          |                                                                     |
| 5. Certificate of Status Desired                                                                    | \$8.75 Additional Fee Required                                      |
| <input checked="" type="checkbox"/>                                                                 |                                                                     |
| 6. Election Campaign Financing Trust Fund Contribution                                              | \$5.00 May Be Added to Fees                                         |
| <input type="checkbox"/>                                                                            |                                                                     |
| 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

9. Name and Address of Current Registered Agent

CONNELL, HAROLD L  
~~2000 S.W. THIRD AVENUE #301~~  
~~MIAMI FL 33129~~

10. Name and Address of New Registered Agent

|                                                       |
|-------------------------------------------------------|
| 81 Name                                               |
| 82 Street Address (P.O. Box Number is Not Acceptable) |
| 1000 BRICKELL AVE. - SUITE 900                        |
| 83                                                    |
| 84 City                                               |
| MIAMI                                                 |
| 85 Zip Code                                           |
| 33131                                                 |

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 |                                        |
|----------------------------|----------------------------------------|
| TITLE                      | <input type="checkbox"/> DELETE        |
| NAME                       | D CONNELL, HAROLD L                    |
| STREET ADDRESS             | <del>2000 S.W. THIRD AVENUE #301</del> |
| CITY - ST - ZIP            | <del>MIAMI FL 33129</del>              |
| 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                                              | DPT CONNELL, HAROLD L.                                                       |
| 1.3 STREET ADDRESS                                    | 1000 BRICKELL AVE - SUITE 900                                                |
| 1.4 CITY - ST - ZIP                                   | MIAMI, FL 33131                                                              |
| 2.1 TITLE                                             | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| 2.2 NAME                                              | VPS HERBERT KLUKAS                                                           |
| 2.3 STREET ADDRESS                                    | 1000 BRICKELL AVE. - SUITE 900                                               |
| 2.4 CITY - ST - ZIP                                   | MIAMI FL 33131                                                               |
| 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 3.2 NAME                                              |                                                                              |
| 3.3 STREET ADDRESS                                    |                                                                              |
| 3.4 CITY - ST - ZIP                                   |                                                                              |
| 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: *Harold Connell* HAROLD CONNELL Pres. 4/20/98 305-379-7100

CR2E034 (10/97)