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FILED
Mar 03 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P97000091614 (2)

1. Corporation Name

GSI PROPERTIES, INC.



Principal Place of Business

Mailing Address

10753 S.W. 104TH STREET
MIAMI FL 33176-8164

10753 S.W. 104TH STREET
MIAMI FL 33176-8164

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

24 Zip 25 Country

2a. Mailing Address

26 P.O. Box 165333

27 Suite, Apt. #, etc.

28 City & State MIAMI - FLORIDA

29 Zip 3316-5333 30 Country USA

3. Date Incorporated or Qualified

10/24/1997

4. FEI Number

65-0790131

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 owes or has paid the current year Intangible Personal Property Tax due June 30.

Yes No

9. Name and Address of Current Registered Agent

BLAYA, MAX F
10753 S.W. 104TH STREET
MIAMI FL 33176-8164

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

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 D DELETE

NAME BLAYA, MAX F
STREET ADDRESS 7440 S.W. 127TH STREET
CITY-ST-ZIP MIAMI FL 33156

TITLE D DELETE

NAME CASTELLON, GIRALDO
STREET ADDRESS 2830 S.W. 115TH AVE.
CITY-ST-ZIP MIAMI FL 33185

TITLE D DELETE

NAME CHEVALLIER, CLIFFORD
STREET ADDRESS 10240 S.W. 40TH ST.
CITY-ST-ZIP MIAMI FL 33185

TITLE D DELETE

NAME CONTRERAS, PAUL A
STREET ADDRESS 15001 S.W. 69TH ST
CITY-ST-ZIP MIAMI FL 33193

TITLE D DELETE

NAME MENENDEZ, MARIO E
STREET ADDRESS 4905 RIVIERA DR.
CITY-ST-ZIP CORAL GABLES FL 33146

TITLE D DELETE

NAME SANTOS, REEMBERTO
STREET ADDRESS 10101 S.W. 50 TERRACE
CITY-ST-ZIP MIAMI FL 33185

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Change Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE Change Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE Change Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE Change Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Change Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE Change 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

MAX BLAYA

2-2698 (206) 371-8842

CR2E034 (10/97)