

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                 |                                                                                                                                                                                                   |                                                                     |
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| <b>PROFIT CORPORATION ANNUAL REPORT 1999</b>                                                                                                                                                                                                                                                                                                                                                                                                                    |                                 |  <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |                                                                     |
| <b>DOCUMENT # P98000047018</b><br>1. Corporation Name<br><b>BURCORP.</b>                                                                                                                                                                                                                                                                                                                                                                                        |                                 |                                                                                                                                                                                                   |                                                                     |
| Principal Place of Business<br>20430 NW 24TH AVENUE<br>MIAMI FL 33056                                                                                                                                                                                                                                                                                                                                                                                           |                                 | Mailing Address<br>20430 NW 24TH AVENUE<br>MIAMI FL 33056                                                                                                                                         |                                                                     |
| 2. Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                  | 2a. Mailing Address             | 3. Date Incorporated or Qualified                                                                                                                                                                 |                                                                     |
| 21 P.O. Box 541248                                                                                                                                                                                                                                                                                                                                                                                                                                              | 26 P.O. Box 541248              | 05/22/1998                                                                                                                                                                                        |                                                                     |
| 22 Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                          | 27 Suite, Apt. #, etc.          | 4. FEI Number                                                                                                                                                                                     | Applied For                                                         |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                 | 650855276                                                                                                                                                                                         | Not Applicable                                                      |
| 23 City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 28 City & State                 | 5. Certificate of Status Desired                                                                                                                                                                  | \$8.75 Additional Fee Required                                      |
| 23 OPA-LOCKA, FL                                                                                                                                                                                                                                                                                                                                                                                                                                                | 28 OPA-LOCKA, FL 33054          | <input checked="" type="checkbox"/>                                                                                                                                                               |                                                                     |
| 24 Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 29 Zip                          | 6. Election Campaign Financing                                                                                                                                                                    | \$5.00 May Be Added to Fees                                         |
| 24 33054                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 29 33054                        | Trust Fund Contribution                                                                                                                                                                           | <input type="checkbox"/>                                            |
| 25 Country                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 30 Country                      | 7. This corporation owes the current year intangible                                                                                                                                              | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| 25                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 30 FLORIDA                      | Personal Property Tax.                                                                                                                                                                            |                                                                     |
| 9. Name and Address of Current Registered Agent                                                                                                                                                                                                                                                                                                                                                                                                                 |                                 | 10. Name and Address of New Registered Agent                                                                                                                                                      |                                                                     |
| BURKE, RAY<br>20430 NW 24TH AVENUE<br>MIAMI FL 33056                                                                                                                                                                                                                                                                                                                                                                                                            |                                 |                                                                                                                                                                                                   |                                                                     |
| 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 fee if applicable (NOTE: Registered Agent signature required when reinstating)                                                                                                                                                                                                                                                                                                                          |                                 |                                                                                                                                                                                                   |                                                                     |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                 | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12                                                                                                                                             |                                                                     |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> DELETE | 1.1 TITLE                                                                                                                                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition   |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                 | 1.2 NAME                                                                                                                                                                                          |                                                                     |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                 | 1.3 STREET ADDRESS                                                                                                                                                                                |                                                                     |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                 | 1.4 CITY-ST-ZIP                                                                                                                                                                                   |                                                                     |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> DELETE | 2.1 TITLE                                                                                                                                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition   |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                 | 2.2 NAME                                                                                                                                                                                          |                                                                     |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                 | 2.3 STREET ADDRESS                                                                                                                                                                                |                                                                     |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                 | 2.4 CITY-ST-ZIP                                                                                                                                                                                   |                                                                     |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> DELETE | 3.1 TITLE                                                                                                                                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition   |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                 | 3.2 NAME                                                                                                                                                                                          |                                                                     |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                 | 3.3 STREET ADDRESS                                                                                                                                                                                |                                                                     |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                 | 3.4 CITY-ST-ZIP                                                                                                                                                                                   |                                                                     |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> DELETE | 4.1 TITLE                                                                                                                                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition   |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                 | 4.2 NAME                                                                                                                                                                                          |                                                                     |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                 | 4.3 STREET ADDRESS                                                                                                                                                                                |                                                                     |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                 | 4.4 CITY-ST-ZIP                                                                                                                                                                                   |                                                                     |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <input type="checkbox"/> DELETE | 5.1 TITLE                                                                                                                                                                                         | <input type="checkbox"/> Change <input type="checkbox"/> Addition   |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                 | 5.2 NAME                                                                                                                                                                                          |                                                                     |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                 | 5.3 STREET ADDRESS                                                                                                                                                                                |                                                                     |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                 | 5.4 CITY-ST-ZIP                                                                                                                                                                                   |                                                                     |

FILED

99 NOV 12 PM 2:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

91, 1999051030 \$558.75

DO NOT WRITE IN THIS SPACE

CR2E034 (1/98)

SIGNATURE:

SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

305-681-2344

Daytime Phone #

## Burcorp

Monday, November 01, 1999

FL. DEPT. OF STATE - DIVISION OF CORPORATIONS  
PO BOX 6327  
Tallahassee, FL 32314

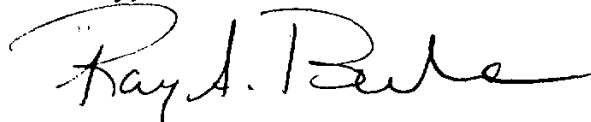
Re: BURCORP

Ref.: # 98000047018

Dear :Sir/Madam:

As per my conversation with your office last week, Attached please find the executed Annual Report as requested per your letter of 9/3/99. I informed your office that this document was executed and returned to your office. You requested a faxed copy of the document (Herein) which we are forwarding to your office by mail again. You also advised me that you are in possession of our check for the Annual Report Fee. Should you require any additional information please do not hesitate to call.

Cordially,



Ray Burke  
President