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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P98000064863

1. Corporation Name

AMELS-NIGEL BURGESS, INC.

Principal Place of Business

C/O HUGHES, HUBBARD AND REED, LLP
201 SOUTH BISCAYNE BOULEVARD #2500
MIAMI FL 33131

Mailing Address

C/O HUGHES, HUBBARD AND REED, LLP
201 SOUTH BISCAYNE BOULEVARD #2500
MIAMI FL 33131

2. Principal Place of Business

21 801 Seabreeze Blvd.

Suite, Apt. #, etc.

2a. Mailing Address

26 801 Seabreeze Blvd.

Suite, Apt. #, etc.

City & State

23 Ft. Lauderdale, FL

Zip

33316

Country

25 U.S.

City & State

28 Ft. Lauderdale, FL

Zip

33316

Country

30 U.S.

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

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 first filing)

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP
D	BECKETT, JONATHAN	16-17 PALLMALL	LONDON, ENGLAND SW1Y5LV SW
D	PONCHAU, DANIEL	16-17 PALLMALL	LONDON, ENGLAND SW1Y5LV SW
D	VEEMAN, SJOERD	POST OFFICE BOX 8754	ZN MAKKUM, THE NETHERLANDS

13.

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

President
200002778382-6
-02/17/99-01063-021
****150.00 ****150.00

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 in an attachment with an address, with all other like empowered

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

JONATHAN BECKETT 2/5/99 44(0)171-766-4300

07/23/1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

07/23/1998

4. FEI Number

65-0868 943

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 the current year Intangible
Personal Property Tax

[] Yes [] No

10. Name and Address of New Registered Agent

0165529

CR2E034 (11/98)