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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P98000081215

1. Corporation Name

TOPP TELECOM INTERNATIONAL, INC.

A M E N D E D

Principal Place of Business

8390 N.W. 25TH STREET
MIAMI FL 33122

Mailing Address

8390 N.W. 25TH STREET
MIAMI FL 33122

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

3. Date Incorporated or Qualified

09/18/1998

4. FEI Number

65-0901668

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

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

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

NAME

TOPP, JAIME

STREET ADDRESS

8390 N.W. 25TH STREET

CITY-ST-ZIP

MIAMI FL 33122

TITLE

D

NAME

TOPP, DAVID

STREET ADDRESS

8390 N.W. 25TH STREET

CITY-ST-ZIP

MIAMI FL 33122

TITLE

D

NAME

POLLAK, F J

STREET ADDRESS

8390 N.W. 25TH STREET

CITY-ST-ZIP

MIAMI FL 33122

TITLE

D

NAME

BOGAR, DANIEL T

STREET ADDRESS

8390 N.W. 25TH STREET

CITY-ST-ZIP

MIAMI FL 33122

TITLE

D

NAME

CARR, AMNON

STREET ADDRESS

8390 N.W. 25TH STREET

CITY-ST-ZIP

MIAMI FL 33122

TITLE

D

NAME

B 4/5/99 99AR

STREET ADDRESS

CITY-ST-ZIP

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

SEE ATTACHED LIST FOR OFFICERS
AND DIRECTORS

S

P

CFO

D

Rick Anderson

8390 NW 25 Street

Miami, Florida 33122

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; that 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, with all other like empowered.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Amnon Carr 03/08/1999 305-640-2000

Secretary and Director

Daytime Phone #

TOPP TELECOM INTERNATIONAL, INC.
8390 NW 25 Street
Miami, Florida 33122

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Officers and Directors

President	Jaime Topp
Secretary	Amnon Carr
Director	Jaime Topp
Director	David Topp
Director	F.J. Pollak
Director	Daniel T. Bogar
Director	Amnon Carr

Incorporated in the State of Florida on September 18, 1998