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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999

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

DOCUMENT # P98000091321

1. Corporation Name
NETBOX AMERICA, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business
 177 OCEAN LANE DRIVE
 SUTIE 200
 KEY BISCAYNE FL 33149

Mailing Address
 177 OCEAN LANE DRIVE
 SUTIE 200
 KEY BISCAYNE FL 33149

3. Date Incorporated or Qualified
10/27/1998

2. Principal Place of Business
 21 **177 Ocean Lane Drive**

2a. Mailing Address
 26 **17555 Collins Ave.**

Suite, Apt. #, etc.
 22 **200** 27 **405**

City & State
 23 **Key Biscayne, FL** 28 **Sunny Isles, FL**

Zip Country
 24 **33149** 25 **USA** 29 **33160** 30 **USA**

4. FEI Number
650875693

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
ESTELA, JOSE L
177 OCEAN LANE DRIVE
SUTIE 200
KEY BISCAYNE FL 33149

10. Name and Address of New Registered Agent

81 Name **Enrique Urdaneta L.**

82 Street Address (P.O. Box Number is Not Acceptable)
17555 Collins Ave, Apt 405

83

84 City **Sunny Isles** FL 85 Zip Code **33160**

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 Enrique Urdaneta (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE DELETE
 NAME **D LINARES, ENRIQUE U**
 STREET ADDRESS **CENTRO EMPRESARIAL LAGUNITA OFICINA**
 CITY-ST-ZIP **CARACAS 1081 VENEZUELA**

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

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)(b), 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 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, with all other like empowered.

SIGNATURE: Enrique Urdaneta L. 04-09 99 305-936-0770
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)