

PAY NOW. PAYING FEE EARLY MAY 1 IS \$225.00

**FILED**  
**Apr 13, 2000 8:00 am**  
**Secretary of State**

04-13-2000 90085 011 \*\*\*150.00

| CORPORATION<br>ANNUAL REPORT<br>2000                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                         | FLORIDA DEPARTMENT OF STATE<br>JAN SMITH<br>Secretary of State<br>DIVISION OF CORPORATIONS                                                                     |  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 1. Name and Mailing Address of Corporation: <b>DOCUMENT # P99D00006305</b><br><b>BW1 Communications USA, Inc.</b><br><b>9288 Grand Canal Dr.</b><br><b>Miami, FL 33174</b>                                                                                                                                                                                                                                                                                                                                   |                                                                         |                                                                                                                                                                |  |
| DO NOT WRITE IN THIS SPACE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                         |                                                                                                                                                                |  |
| 2. Date Incorporated or Qualified                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                         | 3a. Date of Last Report                                                                                                                                        |  |
| 4. Filing Fee<br>\$200.00                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                         | 4. Filing Number<br><b>65-0935987</b>                                                                                                                          |  |
| ANNUAL REPORT \$61.25 + \$138.75 CORPORATION SUPPLEMENTAL FEE<br>MAKE CHECK PAYABLE TO DEPARTMENT OF STATE                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                         | Applied For<br>Not Applicable                                                                                                                                  |  |
| 2. Mailing Address                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                         | 2a. Principle Place of Business                                                                                                                                |  |
| 21. Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 26. Suite, Apt. #, etc.                                                 | 3. Certificate of Status Desired                                                                                                                               |  |
| 22. City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 27. City & State                                                        | B. Election Campaign Financing<br>Trust Fund Contribution                                                                                                      |  |
| 23. Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 28. Zip                                                                 | 7. Nonprofit with IRS 501(c)(3)<br>Tax Exempt Status                                                                                                           |  |
| 24. Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 29. Country                                                             | 8. This corporation has liability for intangible tax under S. 199.032,<br>Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |  |
| 9. Name and Address of Current Registered Agent                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                         | 10. Name and Address of New Registered Agent                                                                                                                   |  |
| Richard Hidalgo<br>9288 Grand Canal Dr.<br>Miami, FL 33174                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                         | 81. Name<br>82. Street Address (P.O. Box Number is Not Acceptable)<br>83.<br>84. City<br>85. Zip Code<br>86. Country                                           |  |
| 11. Pursuant to the provisions of Sections 607.0502 and 607.1502 or Sections 617.0502 and 617.1502, 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, and accept the obligations of Section 607.0505, Florida Statutes.                                 |                                                                         |                                                                                                                                                                |  |
| SIGNATURE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                         | DATE                                                                                                                                                           |  |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                         | 13. OFFICERS AND DIRECTORS CHANGES                                                                                                                             |  |
| 1.1 TITLE<br>1.2 NAME<br>1.3 ADDRESS<br>1.4 CITY - ST - ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                  | President<br>Richard Hidalgo<br>9288 Grand Canal Dr.<br>Miami, FL 33174 | 1.1 TITLE<br>1.2 NAME<br>1.3 ADDRESS<br>1.4 CITY - ST - ZIP                                                                                                    |  |
| 2.1 TITLE<br>2.2 NAME<br>2.3 ADDRESS<br>2.4 CITY - ST - ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                         | 2.1 TITLE<br>2.2 NAME<br>2.3 ADDRESS<br>2.4 CITY - ST - ZIP                                                                                                    |  |
| 3.1 TITLE<br>3.2 NAME<br>3.3 ADDRESS<br>3.4 CITY - ST - ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                         | 3.1 TITLE<br>3.2 NAME<br>3.3 ADDRESS<br>3.4 CITY - ST - ZIP                                                                                                    |  |
| 4.1 TITLE<br>4.2 NAME<br>4.3 ADDRESS<br>4.4 CITY - ST - ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                         | 4.1 TITLE<br>4.2 NAME<br>4.3 ADDRESS<br>4.4 CITY - ST - ZIP                                                                                                    |  |
| 5.1 TITLE<br>5.2 NAME<br>5.3 ADDRESS<br>5.4 CITY - ST - ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                         | 5.1 TITLE<br>5.2 NAME<br>5.3 ADDRESS<br>5.4 CITY - ST - ZIP                                                                                                    |  |
| 6.1 TITLE<br>6.2 NAME<br>6.3 ADDRESS<br>6.4 CITY - ST - ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                         | 6.1 TITLE<br>6.2 NAME<br>6.3 ADDRESS<br>6.4 CITY - ST - ZIP                                                                                                    |  |
| 14. I 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. I further certify 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 or Chapter 617, Florida Statutes, and that my name is registered in the Division of Corporations, or an authorized agent with an authority. |                                                                         |                                                                                                                                                                |  |
| SIGNATURE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                         | DATE                                                                                                                                                           |  |

TOTAL P.81