

Rollnick & Linden, P.A.

Attorneys At Law

Q98000000043

133 Sevilla
Coral Gables FL 33134
Tel. 305 444 7800
Fax 305 444 3683

May 5, 1998

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

Re: Commercebanc, N.A. ("Lender") - loan in the principal amount of \$4 Million to Caribbean Cement Co., Ltd. ("Borrower")

Dear Sir/Madame:

Enclosed please find a Designation of Resident Agent form to be filed with the Division of Corporation along with our firm's check in the amount of \$35.00 payable to the Secretary of State. After the document is filed, we would appreciate you returning proof of filing to the undersigned in the enclosed stamped, self-addressed envelope.

Should you have any questions or comments, do not hesitate to call.

Very truly yours,

1 00002517021 -- 7
-05/08/98--01061--019
*****35.00 *****35.00

ROLLNICK & LINDEN, P.A.


BARBARA J. FERRER

BJF/mob

Enclosure

Name	
Availability	<i>mjt</i>
Document Examiner	<i>mjt</i>
Updater	<i>mjt</i>
Updater Verifier	<i>mjt</i>
Acknowledgement	<i>mjt</i>
W. P. Verifier	<i>mjt</i>

98-860

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 21 PM 12: 24



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 14, 1998

BARBARA J. FERRER
133 SEVILLA
CORAL GABLES, FL 33134

SUBJECT: CARIBBEAN CEMENT COMPANY LIMITED
Ref. Number: W98000010977

We have received your document for CARIBBEAN CEMENT COMPANY LIMITED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application for Designation of Registered Agent must contain the complete principal office address of the entity.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 698A00026893

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DIVISION OF CORPORATIONS
98 MAY 21 PM 12: 24

DESIGNATION OF RESIDENT AGENT

LENDER: COMMERCEBANK, N.A., a national banking association

BORROWER: CARIBBEAN CEMENT COMPANY LIMITED, a Jamaican corporation

LOAN AMOUNT: \$4,000,000.00 Revolving Line of Credit

CLOSING DATE: APRIL 27, 1998

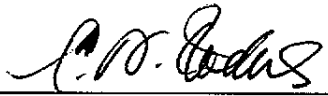
The undersigned company, CARIBBEAN CEMENT COMPANY LIMITED, a company duly incorporated under the laws of Jamaica (the "Company"), with principal office located at: *
hereby designates DONALD E. KUBIT, ESQ., a resident of Dade County, Florida, whose residence address is 5805 S.W. 119 Street, Coral Gables, Florida, 33156 and whose office address is c/o Fowler, White, Burnett, Hurley, et. al. Nationsbank Tower, Seventeenth Floor, 100 Southeast Second Street, Miami, Florida 33131, as its agent and attorney for the service of process in connection with any matters pertaining to the Loan, and hereby consents that service of any process upon said designated resident agent and attorney shall be sufficient to bind it in any suit, action, or other legal proceeding arising out of or in any manner connected with the Loan or any related instrument. *4th Floor - Life of Jamaica Centre, 28-48 Barbados Avenue, Kingston 5, Jamaica, W.I.

The undersigned resident agent hereby certifies he is a permanent resident of Dade County, Florida, and that the residence and office addresses set forth above are true and correct. I hereby accept the foregoing designation as Resident Agent and agree to forward to Commercebank, N.A. any and all documents served on me.



DONALD E. KUBIT

CARIBBEAN CEMENT COMPANY
LIMITED, a Jamaican Corporation

By: 
Compton N. Rodney, President

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DIVISION OF CORPORATIONS
98 MAY 21 PM 12:24

COUNTRY OF JAMAICA)
) SS:
CITY OF KINGSTON)

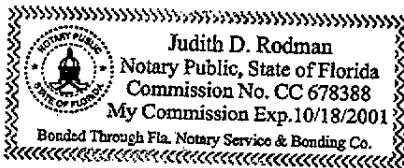
I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this ___ day of April, 1998, by COMPTON N. RODNEY, President of CARIBBEAN CEMENT COMPANY LIMITED. He is personally known to me ~~or has produced~~ as identification and did [did not] take an oath.

CHRISTOPHER D.R. BOVELL
48 Duke Street, Kingston
Jamaica, West Indies
My Commission is for Life

CDRBovell
Print Name: _____
NOTARY PUBLIC
Serial Number: _____
My Commission Expires: is for life.

STATE OF FLORIDA)
) SS:
COUNTY OF DADK)

I HEREBY CERTIFY that the foregoing was acknowledged before me on the 4th day of ~~April~~ ^{May}, 1998 by DONALD E. KUBIT, as Designated Resident Agent, who is personally known to me ~~or has produced~~ _____ as identification and did [did not] take an oath.



Judith D. Rodman
Print Name: JUDITH D. RODMAN
NOTARY PUBLIC, State of Florida
Serial No: _____
My Commission Expires: 10/18/2001

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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