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May 05 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # S48772 (5)

1. Corporation Name  
VIZCAYA HOLDINGS, CORP.



Principal Place of Business  
10250 MILLER DR  
SUITE C-103  
MIAMI FL 33165

Mailing Address  
10250 MILLER DR  
A-101  
MIAMI FL 33165-7064  
US

3. Date Incorporated or Qualified 04/29/1991  
3a. Date of Last Report 03/19/1996

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

4. FEI Number 65-0268416  
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 has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent  
MARTINEZ-CID, RICARDO  
1699 CORAL WAY, SUITE 510  
CORAL WAY BANKING CENTER  
MIAMI FL 33145

10. Name and Address of New Registered Agent  
81 Name LUIS I. DECASTRO  
82 Street Address (P.O. Box Number is Not Acceptable) 10250 SW. 56th Street  
83 Suite A-101  
84 City MIAMI FL 85 Zip Code 33165

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] LUIS I. DECASTRO DATE: 04/25/97

12. OFFICERS AND DIRECTORS

TITLE	DVT	DELETE
NAME	LINARES, JULIAN	
STREET ADDRESS	10250 MILLER DR #D-201	
CITY - ST - ZIP	MIAMI FL	
TITLE	DP	DELETE
NAME	BEAUMONT, ANTONIO	
STREET ADDRESS	10250 MILLER DR #D-201	
CITY - ST - ZIP	MIAMI FL	
TITLE	DS	DELETE
NAME	ALONSO, JOSE R.	
STREET ADDRESS	10250 MILLER DR #D-201	
CITY - ST - ZIP	MIAMI FL	
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 do 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 if changed, or on an attachment with an address.

SIGNATURE: [Signature] DATE: 04/25/97 DAYTIME PHONE: 305-595-6322

CR2E034 (9/96)