

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

Apr 14 1997 8:00am  
Secretary of State

|  |   |  |
|--|---|--|
| <b>PROFIT CORPORATION ANNUAL REPORT 1997</b> |  | <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|--|---|--|

**DOCUMENT # V15378**  
1. Corporation Name

**SOUTH FLORIDA ACQUISITIONS, INC.**

|   |   |
|---|---|
| Principal Place of Business<br><b>848 Brickell Avenue</b><br><b>Suite 1120</b><br><b>Miami, FL 33131-2943</b><br><b>USA</b> | Mailing Address<br><b>One Greenway Plaza</b><br><b>Suite 850</b><br><b>Houston, TX 77046-0102</b><br><b>USA</b> |
|---|---|

|  |  |
|--|--|
| 3. Date Incorporated or Qualified<br><b>02/20/1992</b>   | 3a. Date of Last Report<br><b>04/29/96</b>             |
| 4. FEI Number<br><b>65-0474323</b>   | Applied For<br><input type="checkbox"/> Not Applicable |
| 5. Certificate of Status Desired <input checked="" type="checkbox"/>   | <b>\$8.75 Additional Fee Required</b>                  |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>  | <b>\$5.00 May Be Added to Fees</b>                     |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No |  |

|                                |                        |
|--------------------------------|------------------------|
| 2. Principal Place of Business | 2a. Mailing Address    |
| 21 Suite, Apt. #, etc.         | 26 Suite, Apt. #, etc. |
| 22 City & State                | 27 City & State        |
| 23 Zip Country                 | 28 Zip Country         |
| 24                             | 29                     |

9. Name and Address of Current Registered Agent

**Shapiro, Robert L.**  
**848 Brickell Avenue, Suite 1120**  
**Miami, FL 33131-2943**

10. Name and Address of New Registered Agent

|   |             |
|---|-------------|
| 81 Name   | 85 Zip Code |
| 82 Street Address (P.O. Box Number is Not Acceptable) |             |
| 83  |             |
| 84 City   | <b>FL</b>   |

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 type or print name of registered agent and the if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

| 12. OFFICERS AND DIRECTORS |  | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |   |
|----------------------------|--|---|---|
| TITLE                      | D/P <input type="checkbox"/> DELETE    | 1.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>Friedman, Leonard E.</b>            | 1.2 NAME  |   |
| STREET ADDRESS             | <b>One Greenway Plaza, Suite 850</b>   | 1.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                | <b>Houston, TX 77046-0102</b>          | 1.4 CITY-ST-ZIP                                       |   |
| TITLE                      | V <input type="checkbox"/> DELETE      | 2.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>Friedman, David A.</b>              | 2.2 NAME  |   |
| STREET ADDRESS             | <b>848 Brickell Avenue, Suite 1120</b> | 2.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                | <b>Miami, FL 33131-2943</b>            | 2.4 CITY-ST-ZIP                                       |   |
| TITLE                      | S <input type="checkbox"/> DELETE      | 3.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>Gray, Sandra L.</b>                 | 3.2 NAME  |   |
| STREET ADDRESS             | <b>One Greenway Plaza, Suite 850</b>   | 3.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                | <b>Houston, TX 77046-0102</b>          | 3.4 CITY-ST-ZIP                                       |   |
| TITLE                      | T <input type="checkbox"/> DELETE      | 4.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>Swinke, David L.</b>                | 4.2 NAME  |   |
| STREET ADDRESS             | <b>One Greenway Plaza, Suite 850</b>   | 4.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                | <b>Houston, TX 77046-0102</b>          | 4.4 CITY-ST-ZIP                                       |   |
| TITLE                      | <input type="checkbox"/> DELETE        | 5.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |  | 5.2 NAME  |   |
| STREET ADDRESS             |  | 5.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                |  | 5.4 CITY-ST-ZIP                                       |   |
| TITLE                      | <input type="checkbox"/> DELETE        | 6.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |  | 6.2 NAME  |   |
| STREET ADDRESS             |  | 6.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                |  | 6.4 CITY-ST-ZIP                                       |   |

**300002142993**  
**-04/15/97--01003--014**  
**\*\*\*173.75**

*4/14 JP*

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 on Block 12 or Block 13 if changed, or on an attachment with an address.

**SIGNATURE:** *Sandra L. Gray*  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR  
**Sandra L. Gray**

**04/04/97 713-850-1850**

Date

Daytime Phone

CR2E034 (9/96)