

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.  
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT  
CORPORATION  
ANNUAL REPORT  
1996



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

DOCUMENT # **V52890** (3)

1. Corporation Name  
**USA TRUST, INC.**



Principal Place of Business Mailing Address  
**9146 SW 203RD TER  
MIAMI FL 33189**

|                                                                                                                                                               |                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| 3. Date Incorporated or Qualified<br><b>07/24/1992</b>                                                                                                        | 3a. Date of Last Report<br><b>07/03/1995</b> |
| 4. FEI Number<br><b>65-0347107</b>                                                                                                                            | Applied For<br>Not Applicable                |
| 5. Certificate of Status Desired<br><input checked="" type="checkbox"/>                                                                                       | <b>\$8.75 Additional<br/>Fee Required</b>    |
| 6. Election Campaign Financing<br>Trust Fund Contribution<br><input type="checkbox"/>                                                                         | <b>\$5.00 May Be<br/>Added to Fees</b>       |
| 8. This corporation has liability for intangible tax under s. 190.032<br>Florida Statutes <input type="checkbox"/> Yes <input checked="" 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                         | 28 Zip                 |
| 24 Country                     | 29 Country             |
| 25                             | 30                     |

|                                                               |  |                                                       |             |
|---------------------------------------------------------------|--|-------------------------------------------------------|-------------|
| 9. Name and Address of Current Registered Agent               |  | 10. Name and Address of New Registered Agent          |             |
| <b>KIDSON, HENRY<br/>9146 SW 203RD TER<br/>MIAMI FL 33189</b> |  | 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                                                                                                              |                            | DATE                                                  |                                                                   |
| Signature of the person to be changed, if applicable (if not, Registered Agent's signature required when first signed) |                            |                                                       |                                                                   |
| 12. OFFICERS AND DIRECTORS                                                                                             |                            | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
| TITLE                                                                                                                  | PT                         | 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                                                                                                                   | <b>CRONJE, MARIUS</b>      | 1.2 NAME                                              |                                                                   |
| STREET ADDRESS                                                                                                         | <b>9146 SW 203 TERR</b>    | 1.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                                                                                                            | <b>MIAMI FL</b>            | 1.4 CITY-ST-ZIP                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                                                                                                                  | V                          | 2.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                                                                                                                   | <b>PEARSON, CECIL</b>      | 2.2 NAME                                              |                                                                   |
| STREET ADDRESS                                                                                                         | <b>9146 SW 203RD TERR.</b> | 2.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                                                                                                            | <b>MIAMI FL</b>            | 2.4 CITY-ST-ZIP                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                                                                                                                  |                            | 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                                                                                                                   |                            | 3.2 NAME                                              |                                                                   |
| STREET ADDRESS                                                                                                         |                            | 3.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                                                                                                            |                            | 3.4 CITY-ST-ZIP                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                                                                                                                  |                            | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                                                                                                                   |                            | 4.2 NAME                                              |                                                                   |
| STREET ADDRESS                                                                                                         |                            | 4.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                                                                                                            |                            | 4.4 CITY-ST-ZIP                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                                                                                                                  |                            | 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                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE                                                                                                                  |                            | 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                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

8-3-96

305.238.7292

CR2E034 (3/96)