

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

**FILED**  
**May 14 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P40261 (0)**

1. Corporation Name  
**LADBROKE HOTELS U.S.A. CORPORATION**



Principal Place of Business <b>901 PONCE DE LEON BLVD                  7TH FLOOR                  CORAL GABLES FL 33134                  US</b>	Mailing Address <b>901 PONCE DE LEON BLVD                  7TH FLOOR                  CORAL GABLES FL 33134                  US</b>
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DO NOT WRITE IN THIS SPACE

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
25	30

3. Date Incorporated or Qualified <b>08/28/1992</b>	
4. FEI Number <b>13-3435886</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**UNITED CORPORATE SERVICES, INC.  
 801 NORTHEAST 167TH ST., SUITE 300  
 NORTH MIAMI BEACH FL 33162**

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code

11. Pursuant to the provisions of Sections 607.0507 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) \_\_\_\_\_ DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS

TITLE	<b>P</b> <input type="checkbox"/> DELETE
NAME	<b>JARVIS, DAVID</b>
STREET ADDRESS	<b>MAPLE CT. CENTRAL PARK, REED CRESCENT</b>
CITY-ST-ZIP	<b>WATFORD HE</b>
TITLE	<b>VP</b> <input type="checkbox"/> DELETE
NAME	<b>WALLACE, BRIAN</b>
STREET ADDRESS	<b>MAPLE CT. CENTRAL PARK, REEDS CRESCENT</b>
CITY-ST-ZIP	<b>WATFORD HE</b>
TITLE	<b>VPT</b> <input type="checkbox"/> DELETE
NAME	<b>FRIEDMAN, HWARD</b>
STREET ADDRESS	<b>901 PONCE DE LEON BLVD 7TH FLOOR</b>
CITY-ST-ZIP	<b>CORAL GABLES FL</b>
TITLE	<b>VP</b> <input type="checkbox"/> DELETE
NAME	<b>LIERMAN, PAUL</b>
STREET ADDRESS	<b>901 PONCE DE LEON BLVD., SUITE 202</b>
CITY-ST-ZIP	<b>CORAL GABLES FL</b>
TITLE	<b>AS</b> <input type="checkbox"/> DELETE
NAME	<b>CHESTER, GEOFFREY</b>
STREET ADDRESS	<b>MAPLE CT. CENTRAL PARK, REEDS CRESCENT</b>
CITY-ST-ZIP	<b>WATFORD HE</b>
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	<b>Howard Friedman</b>
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	<b>7th Floor</b>
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I 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; that I am 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: Paul Lierman 4/13/98 305-444-6811

CR2E034 (10/97)