

30 SEP 1996

For Six Month Period Ending _____
(Insert date)

Name of Registrant Atlantic Gulf Communities Corporation Registration No. 05000

Business Address of Registrant 2601 South Bayshore Drive, Miami, Florida 33133-5461

I—REGISTRANT

1. Has there been a change in the information previously furnished in connection with the following:

(a) If an individual:

(1) Residence address	Yes ☐	No ☐
(2) Citizenship	Yes ☐	No ☐
(3) Occupation	Yes ☐	No ☐

(b) If an organization:

(1) Name	Yes ☐	No ☒
(2) Ownership or control	Yes ☐	No ☒
(3) Branch offices	Yes ☐	No ☒

2. Explain fully all changes, if any, indicated in item 1.

None.

IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, and 5.

3. Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes ☒ No ☐

See Schedule 3 attached hereto.

If yes, furnish the following information:

Name

Position

Date Connection
Ended

4. Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?

Yes ☒

No ☐

See Schedule 4 attached hereto.

If yes, furnish the following information:

<i>Name</i>	<i>Residence Address</i>	<i>Citizenship</i>	<i>Position</i>	<i>Date Assumed</i>
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5. Has any person named in Item 4 rendered services directly in furtherance of the interests of any foreign principal?

Yes ☐

No ☒

If yes, identify each such person and describe his services.

6. Have any employees or individuals other than officials, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period?

Yes ☐

No ☒

If yes, furnish the following information:

<i>Name</i>	<i>Position or connection</i>	<i>Date terminated</i>
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7. During this 6 month reporting period, have any persons been hired as employees or in any other capacity by the registrant who rendered services to the registrant directly in furtherance of the interests of any foreign principal in other than a clerical or secretarial, or in a related or similar capacity?

Yes ☐

No ☒

If yes, furnish the following information:

<i>Name</i>	<i>Residence Address</i>	<i>Position or connection</i>	<i>Date connection began</i>
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II—FOREIGN PRINCIPAL

(PAGE 3)

8. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes ☐

No ☒

If yes, furnish the following information:

Name of foreign principal

Date of Termination

9. Have you acquired any new foreign principal¹ during this 6 month reporting period?

Yes ☐

No ☒

If yes, furnish following information:

Name and address of foreign principal

Date acquired

10. In addition to those named in Items 8 and 9, if any, list the foreign principals¹ whom you continued to represent during the 6 month reporting period.

Nanjing Ya Dong International Corporation, Ltd.
Atlantic Gulf Asia Holdings N.V.

III—ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 8, 9, and 10 of this statement? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail your activities and services:

Strategic public relations activities, trade and investment promotion assistance (e.g. organizing trade delegation visits, arranging visits with U.S. business and civic leaders, etc.) and management of the sales and marketing activities as needed on behalf of the foreign principal.

¹The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual or organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a)(9)).
A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those foreign principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity² as defined below?
 Yes ☐ No ☒

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☒

If yes, describe fully.

²The term "political activities" means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

IV—FINANCIAL INFORMATION

14. (a) RECEIPTS—MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes ☐ No ☒

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.³

<i>Date</i>	<i>From Whom</i>	<i>Purpose</i>	<i>Amount</i>
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Total

(b) RECEIPTS—THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value⁴ other than money from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal? Yes ☐ No ☒

If yes, furnish the following information:

<i>Name of foreign principal</i>	<i>Date received</i>	<i>Description of thing of value</i>	<i>Purpose</i>
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³A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. See Rule 201(e).
⁴Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) DISBURSEMENTS—MONIES

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 8, 9 and 10 of this statement? Yes ☒ No ☐(2) transmitted monies to any such foreign principal? Yes ☒ No ☐

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

<i>Date</i>	<i>To Whom</i>	<i>Purpose</i>	<i>Amount</i>
1)	Nanjing Ya Dong International Corporation, Ltd. ("Ya Dong")		\$206,415.90 (Reimbursable Expenses) See Schedule 15(a)
2)	Atlantic Gulf Asia Holdings, Ltd., ("AGAH")		\$297,788.79 (Expenses-Overhead) See Schedule 15(a)

 Total

15. (b) DISBURSEMENTS—THINGS OF VALUE

During this 6 month reporting period, have you disposed of anything of value⁵ other than money in furtherance of or in connection with activities on behalf of any foreign principal named in items 8, 9 and 10 of this statement?

Yes ☐ No ☒

If yes, furnish the following information:

<i>Date disposed</i>	<i>Name of person to whom given</i>	<i>On behalf of what foreign principal</i>	<i>Description of thing of value</i>	<i>Purpose</i>
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(c) DISBURSEMENTS—POLITICAL CONTRIBUTIONS

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value⁵ in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐ No ☒

If yes, furnish the following information:

<i>Date</i>	<i>Amount or thing of value</i>	<i>Name of political organization</i>	<i>Name of candidate</i>
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V—POLITICAL PROPAGANDA

(Section 1(j) of the Act defines "political propaganda" as including any oral, visual, graphic, written, pictorial, or other communication or expression by any person (1) which is reasonably adapted to, or which the person disseminating the same believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, or in any other way influence a recipient or any section of the public within the United States with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party or with reference to the foreign policies of the United States or promote in the United States racial, religious, or social dissensions, or (2) which advocates, advises, instigates, or promotes any racial, social, political, or religious disorder, civil riot, or other conflict involving the use of force or violence in any other American republic or the overthrow of any government or political subdivision of any other American republic by any means involving the use of force or violence.)

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any political propaganda as defined above? Yes ☐ No ☒

IF YES, RESPOND TO THE REMAINING ITEMS IN THIS SECTION V.

17. Identify each such foreign principal.

⁵Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating political propaganda? Yes ☐ No ☒

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of political propaganda include the use of any of the following:

☐ Radio or TV broadcasts ☐ Magazine or newspaper articles ☐ Motion picture films ☐ Letters or telegrams
☐ Advertising campaigns ☐ Press releases ☐ Pamphlets or other publications ☐ Lectures or speeches

☐ Other (specify) _____

20. During this 6 month reporting period, did you disseminate or cause to be disseminated political propaganda among any of the following groups:

☐ Public Officials ☐ Newspapers ☐ Libraries
☐ Legislators ☐ Editors ☐ Educational institutions
☐ Government agencies ☐ Civic groups or associations ☐ Nationality groups
☐ Other (specify) _____

21. What language was used in this political propaganda:

☐ English ☐ Other (specify) _____ None.

22. Did you file with the Registration Section, U.S. Department of Justice, two copies of each item of political propaganda material disseminated or caused to be disseminated during this 6 month reporting period? Yes ☐ No ☐ N/A

23. Did you label each item of such political propaganda material with the statement required by Section 4(b) of the Act? Yes ☐ No ☐ N/A

24. Did you file with the Registration Section, U.S. Department of Justice, a Dissemination Report for each item of such political propaganda material as required by Rule 401 under the Act? Yes ☐ No ☐ N/A

VI—EXHIBITS AND ATTACHMENTS

25. EXHIBITS A AND B

- (a) Have you filed for each of the newly acquired foreign principals in Item 9 the following:

Exhibit A⁶ Yes ☐ No ☐
Exhibit B⁷ Yes ☐ No ☐ None.

If no, please attach the required exhibit.

- (b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes ☐ No ☒

If yes, have you filed an amendment to these exhibits? Yes ☐ No ☐ None.

If no, please attach the required amendment. N/A

⁶The Exhibit A, which is filed on Form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

⁷The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

26. EXHIBIT C

If you have previously filed an Exhibit C⁸, state whether any changes therein have occurred during this 6 month reporting period. Yes ☐ No ☒

If yes, have you filed an amendment to the Exhibit C? Yes ☐ No ☐

If no, please attach the required amendment.

N/A

27. SHORT FORM REGISTRATION STATEMENT

Have short form registration statements been filed by all of the persons named in Items 5 and / of the supplemental statement? Yes ☐ No ☐

If no, list names of persons who have not filed the required statement.

N/A

The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this registration statement and the attached exhibits and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in attached Short Form Registration Statement, if any, insofar as such information is not within his (their) personal knowledge.

(Type or print name under each signature)

(Both copies of this statement shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

Joel K. Goldman

Joel K. Goldman, Vice President

Subscribed and sworn to before me at Miami, Florida

this 28th day of October, 19 96



Hannah L. Wilson
(Signature of notary or other officer)

⁸The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, constitution, and bylaws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, Criminal Division, Internal Security Section, U.S. Department of Justice, Washington, D.C. 20530.)

UNITED STATES DEPARTMENT OF JUSTICE
REGISTRATION UNIT
CRIMINAL DIVISION
WASHINGTON, D.C. 20530

NOTICE

Please answer the following questions and return this sheet in triplicate with your supplemental statement:

1. Is your answer to Item 16 of Section V (Political Propaganda - page 7 of Form CRM-154, formerly Form OBD-64 - Supplemental Statement):

Yes _____ or NO x _____

(If your answer to question 1 is "yes" do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration:

Yes _____ or NO x _____

(If your answer to question 2 is "yes" please forward for our review copies of all such material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)



Signature

10-28-96

Date

Joel K. Goldman

Please type or print name of signatory on the line above

Vice President

Title

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Schedule 3

3. Have any persons ceased as partners, officers, directors or similar officials of the registrant during this 6 month reporting period?

<i>Name</i>	<i>Position Resigned</i>	<i>Date of Cessation</i>
Peter Kleinerman	Vice President	10/31/95 *
Charles A. Thompson	Vice President	05/31/96

* inadvertently omitted from March 31, 1996 filing

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INTERNAL SECURITY
SECTION
REGISTRATION UNIT

Schedule 4

4. Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?

<i>Name</i>	<i>Residence Address</i>	<i>Citizenship</i>	<i>Position</i>	<i>Date Assumed</i>
Lawrence Seidman	Lanidex Corporation 100 Misty Lane P.O. Box 5430 Parrisippany, NJ 07054	U.S.A.	Director	May 22, 1996

Ya Dong Reimbursable Expenses

	April 1996	May 1996	June 1996	July 1996	August 1996	September 1996	Total
I. Wages, Consulting Fees							
Consulting - Drawings							
Sandy and Debeck Inc.							0.00
Lav International					103,214.09		103,214.09
Nanjing Ya Dong International							0.00
Bernardo Ajamil & Partners							0.00
Consulting - Management							0.00
Gordon Pterich	11,500.00	11,500.00	11,500.00	11,500.00	11,500.00	11,500.00	69,000.00
Consulting - Marketing							
Bertha & Davis							0.00
Joseph Spitzer Assoc							0.00
Nanjing Ya Dong International							0.00
Rotatory S. T&M Cons.							0.00
SVA Group							0.00
Consulting - Debt Mgt/Fin							
Gordon Pterich							0.00
Consulting - Public Relations							
Leedigo Int'l							0.00
Total Wages, Consulting Fees	11,500.00	11,500.00	11,500.00	11,500.00	114,714.09	11,500.00	172,214.09
II. Expenses							
Stationery & Supplies							0.00
Newton Manufacturing							0.00
Copier Costs							
T-Square							0.00
Checker & Freight							
DHL							0.00
FAE Mails							
Len Anson							0.00
Bertha & Davis							0.00
Bill Lampard							0.00
Charles Audobert							0.00
Chiaaso Tea							0.00
Club Med							0.00
Dave Paudon & Prouses							0.00
Dynasty International							0.00
Indian River Plantation							0.00
Leedigo Int'l							0.00
Lynn Oppenheimer							0.00
Maurice Shapiro							0.00
Om Q Productions							0.00
Partners III Leung							0.00
Patty Cash							0.00
Gordon Pterich	1,588.66				27.84		1,616.50
Spasidil Chian							0.00
Taylor P.E., Hunter F.							0.00
Thomas Hitchcock							0.00
Russell & Company							0.00
Vietnam Resort							0.00
Sara Sharps Catering							0.00
Ritz-Carlton Civild							0.00
TRTR, Ltd.							0.00
Leifrey Wang							0.00
III. Transportation - Other							
Len Anson							0.00
Bertha & Davis							0.00
B. Dalton Book Store							0.00
Century Limousine Service							0.00
Charles Audobert							0.00
Club Limousine Service							0.00
Coast to Coast Travel							0.00
Daniel A Richter							0.00

Ya Dong Reimbursable Expenses

TAE Transportation/Other (cont)	April 1996	May 1996	June 1996	July 1996	August 1996	September 1996	Total
Jerome Cohen							0.00
Dynasty International							0.00
Eckerd Drugs							0.00
Executive Limos							0.00
Executive Air Charter of Boca						5,423.00	5,423.00
Good, Kenneth							0.00
Loeigro							0.00
Larry Rutherford	8,474.96	1,403.66					9,878.62
Mariss Shapiro							0.00
Thomas J. Hinchman							0.00
Walt Disney World							0.00
Petty Cash							0.00
Indian River Plantation							0.00
Gordon Florick	14,341.75			366.56			14,708.31
Prof. Translation							0.00
Terry Cuffel							0.00
Vietnam Resort							0.00
Rite-Carlson Civilud							0.00
Radisson Company							0.00
Barbours Sales							0.00
Vian/MC-Osual Hotel Pullly							0.00
Eds Western Wear							0.00
TRTR, Ltd.							0.00
Jeffrey Wang							0.00
Large Special Projects							0.00
Gabriel Y.T. Ho							0.00
Nanjing Ya Dong International							0.00
Accounting Firm							0.00
Nanjing Ya Dong International							0.00
Ernst & Young							0.00
Outside Services							0.00
Karen Sanford Photography							0.00
Terry Cuffel							0.00
Bill Langford							0.00
Visual Diversity							0.00
Marshall Horstman							0.00
Townland Consultants	2,575.38						2,575.38
Nancy Butler							0.00
Newsira International							0.00
Customer Gifts							0.00
Loeigro International							0.00
Libe Alston							0.00
Production							0.00
Joseph Spitzer Association							0.00
Advertising Display Booths							0.00
MIRIAM Expo - C. Andolsek							0.00
Magazine							0.00
Financial Times							0.00
Public Relations							0.00
Joseph Spitzer Association							0.00
Overland Association							0.00
Nanjing Municipal Inst.							0.00
Total Expenses	26,980.75	1,403.66	0.00	394.40	0.00	5,423.00	34,201.81
Total Ya Dong Reimbursable Exp.	38,480.75	12,903.66	11,500.00	11,894.40	11,471.09	16,923.00	206,415.90

April 96 - Sept 96 Reimbursable Expenses 206,415.90

Ya Dong Expenses-Overhead

	April 1996	May 1996	June 1996	July 1996	August 1996	September 1996	Total
I. Wages, Consulting Fees							
Consulting - Marketing							
TRTR, Ltd.	8,000.00	10,000.00	8,000.00	9,500.00	7,000.00	7,000.00	49,500.00
Rollins Company							0.00
STBB/WED Corporation	10,000.00		10,000.00	10,000.00	10,000.00	10,000.00	50,000.00
Wang, Jeffrey	3,000.00						3,000.00
Wang Ko Chi							0.00
Consulting - Management							
Charles Andolsek	7,750.00	7,750.00	7,750.00	8,500.00	7,750.00	7,750.00	47,250.00
Gordon Pfersich							0.00
Jack O'Neal							0.00
Brooke, Hillier							0.00
Consulting - Due Diligence							
Charles Andolsek							0.00
Consulting - Public Relations							
Charles Andolsek							0.00
Locigno International							0.00
Rollins International					3,000.00		3,000.00
Wang, Jeffrey		6,000.00	3,000.00	3,000.00		3,000.00	15,000.00
Wang Ko Chi							0.00
Total Wages, Consulting Fees	28,750.00	23,750.00	28,750.00	31,000.00	27,750.00	27,750.00	167,750.00
II. Expenses							
Auto Allowances							
Gordon Pfersich							0.00
Employee Reloc/Housing							
Gordon Pfersich							0.00
Stationery & Supplies							
Fortress - Miami Corp.							0.00
Apricot Office Supplies		19.87					19.87
Laser Products	73.49						73.49
Office Depot	21.00	3.50	3.50	14.00			42.00
T-Square							0.00
Copier Costs							
T-Square							0.00
Courier & Freight							
Federal Express		250.15	267.20	34.75	146.10	84.25	782.45
Reyes Florentina							0.00
Locigno International							0.00
DHL Airways							0.00
Telephone							
Cellular One/AT&T Wireless	31.06	(5.26)					25.80
Charles Andolsek				622.74			622.74
Gordon Pfersich				3,331.44			3,331.44
Bell South		(2.66)					(2.66)
Bonnie Harris			(25.80)				(25.80)
Locigno International							0.00
Southern Bell							0.00
TRTR, Ltd.		111.08		1,028.66		1,241.01	2,380.75
AT&T	440.87			317.32		17.18	775.37
Postage							
Interoffice		11.48					11.48
T&E Meals							
Charles Andolsek	458.52	138.83		204.49			801.84
Lisa Anness							0.00
Doubletree Hotel							0.00
Gordon Pfersich				380.60	536.66		917.26
Locigno Int'l							0.00
Metropolitan Ministries Inc.							0.00
Milsted Suchart							0.00
TRTR, Ltd.	1,863.86	1,250.76	2,515.89	184.10			5,814.61
STBB/WED Corp.	26.70				1,909.44		1,936.14
Jeffrey Wang							0.00
T&E Transportation-Other							
Charles Andolsek	7,960.71	12.66	6,991.95	9,301.20		(125.00)	24,141.52
Lisa Anness							0.00
Brooke, Hillier							0.00
Global Passport & Visa		176.00				829.41	1,005.41
Gordon Pfersich				11,579.03	1,655.11		13,234.14
Grand Bay Hotel							0.00
Doubletree Hotel	330.75		110.25				441.00
Executive Limousine Inc.							0.00
Locigno							0.00
Milsted Suchart							0.00
TRTR, Ltd.	23,637.18	13,033.81	16,773.37	4,055.64			57,500.00
Rollins Company							0.00
Jeffrey Wang							0.00
Dan Ricker							0.00
STBB/WED Corporation	1,681.09	10,000.00			2,228.31		13,909.40

Ya Dong Expenses-Overhead

	April 1996	May 1996	June 1996	July 1996	August 1996	September 1996	Total
Subscriptions							
Clark Boardman Callagh							0.00
Repair & Maint - Equip.							
Corporate Systems Group					441.98		441.98
Furn & Equip Under \$ Limit							
AT&T							0.00
Rent							
Island Club Associates							0.00
Utilities							
FPL							0.00
Auto Costs							
Auto Tag							0.00
Legal Services							
Arent, Fox, Kintner							0.00
Accounting Fees							
KPMG Pest Marwick							0.00
O/S - Management							
Ernst & Young							0.00
Antillean Management		1,293.00					1,293.00
O/S - Storage							
Iron Mountain Records Mgmt						309.78	309.78
Fortress - Miami Corp			255.78				255.78
O/S - Drawings							
Associated Photo							0.00
Photo Arts, Inc.							0.00
Insurance							
Amort. Political Risk							0.00
Customer Gifts							
Lisa Anness							0.00
Locigne							0.00
TRTR							0.00
Gain/Loss on Investment							
Loss on Investment		30,000.00	25,000.00	26,000.00		27,500.00	108,500.00
Gen & Admin Expense							
Depreciation-Comp. Equip.	105.73	105.73	105.74	105.73	105.73	105.74	634.40
Intercompany Int Inc/Exp							
I/C Int Exp to AGC	119,375.34	119,980.09	120,615.63	119,760.35	119,026.24	118,512.63	717,270.28
Total Expenses	156,006.30	176,379.04	172,613.51	176,920.05	126,049.57	148,475.00	956,443.47
Total Ya Dong Expenses	184,756.30	200,129.04	201,363.51	207,920.05	153,799.57	176,225.00	1,124,193.47

April 96 thru Sept. 96 Total

1,124,193.47

Less: Non-cash items

Intercompany Interest

(717,270.28)

Loss on Investment

(108,500.00)

Depreciation

(634.40)

Expenses - Overhead

297,788.79