


FILE NOW: Fee after May 1, will be \$588.75

APPROVED
AND
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97 APR -2 AM 11:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILING FEE \$ 203.75	Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1. Name and Mailing Address of Limited Liability Company
DOCUMENT # L93000000064

TCC VENEZUELA, I.C.
3250 MARY STREET
SUITE 500
MIAMI FL 33133

1a. Principal Place of Business Address

3250 MARY STREET
SUITE 500
MIAMI FL 33133

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2 Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		03/12/1993	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Country		65-0395264	5. Date of Last Report
				05/01/1996	6. Certificate of Status Desired <input type="checkbox"/> Additional Fee Required

7. Name and Address of Current Registered Agent

PEITZ, ARVIN ESQ
3250 MARY STREET
SUITE 500
MIAMI FL 33133

8. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
100002134281--0
Suite, Apt. #, etc.
04704737-0110-013
***203.75 ***203.75
City
FL
Zip Code

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	CRITERION HOTEL MANA,	3250 MARY STREET, SUITE 50	MIAMI FL
MEM	ATLANTIC BRIGANTINE,	3250 MARY STREET, SUITE 50	MIAMI FL
MGR	WEISER, SHERWOOD	3250 MARY STREET, SUITE 50	MIAMI FL
MGR	LEFTON, DONALD	3250 MARY STREET, SUITE 50	MIAMI FL
MGR	PEMILING, W. PETER	3250 MARY STREET, SUITE 50	MIAMI FL
MGR	HEWITT, THOMAS	3250 MARY STREET, SUITE 50	MIAMI FL
MEM	CHC CASINOS CORP.	3250 MARY STREET, SUITE 500	MIAMI FL

A. Waw 4/2/97

11. 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: *W. Peter Jewling* 3/5/97 (305)445-2493
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #