


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

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1997



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

FILED
97 MAY -5 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE
\$ 203.75

Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1 Name and Mailing Address of Limited Liability Company
DOCUMENT #L96000000400

MADISON XIII, I.C.
19204 NORTH EAST 25TH AVENUE
UNIT NO 312
NORTH MIAMI BEACH FL 33180

1a. Principal Place of Business Address

19204 NORTH EAST 25TH AVENUE
UNIT NO 312
NORTH MIAMI BEACH FL 33180

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

2 Principal Place of Business PO Box 630069 Suite, Apt. #, etc.	2a. Mailing Address P.O. Box 630069 Suite, Apt. #, etc.	3. Date Organized or Qualified 04/04/1996	3a. State of Formation FL
City & State MIAMI FL	City & State Miami FL	5. Date of Last Report	6. Certificate of Status Desired <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip 33163	Country	Zip 33163	Country

7. Name and Address of Current Registered Agent

EPSTEIN, DEBORAH
19204 NORTH EAST 25TH AVENUE
UNIT NO 312
NORTH MIAMI BEACH FL 33180

8. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
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 Joanne Epstein DATE 4/12/97
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	EPSTEIN, JOANNE	RYAN COURT PO Box 8950 Westpark Dr #312	STANFORD CA HOUSTON, TX 77063

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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: Joanne Epstein JOANNE EPSTEIN DATE 4/12/97
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER