

File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 APR 23 AM 8:22

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999
 FLORIDA DEPARTMENT OF STATE
 Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS



FILING FEE \$ 188.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # L97000000115
 WALTER STAUDINGER ARTS, LLC
 30 LAGORCE CIRCLE
 MIAMI BEACH FL 33141

1a. Principal Place of Business Address
 30 LAGORCE CIRCLE
 MIAMI BEACH FL 33141

2. Principal Place of Business	2a. Mailing Address	3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.	Suite, Apt. #, etc.	01/27/1997	FL
City & State	City & State	4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	65-0823875	
		5. Date of Last Report	6. Certificate of Status Desired
		04/10/1998	\$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent
 STAUDINGER, WALTER
 30 LAGORCE CIRCLE
 MIAMI BEACH FL 33141

8. Name and Address of New Registered Agent/Office
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 700002858067 - 1
 Suite, Apt. #, etc. -04/30/99 - 01059 - 003
 ****188.75 ****188.75
 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) (Accepted Agent) (P.O. Box) (Registered Agent Separately to be Filing on Behalf)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	STAUDINGER, WALTER	30 LAGORCE CIRCLE	MIAMI BEACH FL

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: Walter Staudinger 3-1-99