


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

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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FILED
99 FEB 22 AM 8:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE \$ 188.75	Annual Report \$100.00 + \$88.75 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 # L97000000537 GOTHAM ENTERPRISES 702, L.C. 1400 OCEAN DRIVE MIAMI BEACH FL 33139
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1a. Principal Place of Business Address 1400 OCEAN DRIVE MIAMI BEACH FL 33139
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2 Principal Place of Business 1300 Collins Ave Suite, Apt. #, etc. #100 City & State Miami Beach FL Zip 33139 Country Dade	2a. Mailing Address 1300 Collins Ave Suite, Apt. #, etc. #100 City & State Miami Beach FL Zip 33139 Country Dade
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3. Date Organized or Qualified 05/16/1997	3a. State of Formation FL
4. FEI Number 65-0763109	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Date of Last Report 04/13/1998	6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent SCHLESSER, MEL 1400 OCEAN DRIVE MIAMI BEACH FL 33139
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8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 1300 Collins Ave Suite, Apt. #, etc. #100 City Miami Beach FL Zip Code 33139
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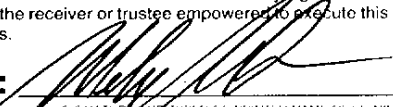
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (FEI) (Registered Agent signature required when not listed)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	SCHLESSER, MEL	1400 OCEAN DRIVE 1300 Collins Ave #100	MIAMI BEACH FL FL 2-25-99

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****188.75 ****188.75

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 prepare 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:  DATE: 2/19/99 305-531-3155