


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED
 98 APR 22 PM 1:52
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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

1. Name and Mailing Address of Limited Liability Company	DOCUMENT # L97000000585
SUNRISE OF AMERICA, L.L.C. FONTAINEBLEAU EXECUTIVE PLAZA 8370 W. FLAGLER ST., STE. 204 MIAMI FL 33144	

1a. Principal Place of Business Address FONTAINEBLEAU EXECUTIVE PLAZ 8370 W. FLAGLER ST., STE. 20 MIAMI FL 33144

2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country
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3. Date Organized or Qualified 05/28/1997	3a. State of Formation FL	4. FEI Number 65-07-78075 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Date of Last Report FIRST REPORT		6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent WEHBY, JOSEPH M FONTAINEBLEAU EXECUTIVE PLAZA 8370 W. FLAGLER ST., STE. 204 MIAMI FL 33144	8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code FL
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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) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	TOYOTOSHI, NAOYUKI	8370 W. FLAGLER ST., #204	MIAMI FL
MGR	TOYOTOSHI, KEIKO	8370 W. FLAGLER ST., #204	MIAMI FL
MGR	TOYOTOSHI, MARCELO H	8370 W. FLAGLER ST., #204	MIAMI 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 808, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: NAOYUKI TOYOTOSHI 4/15/98 (305) 554-5300
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER DATE Daytime Phone #

Law Offices
Joseph M. Wehby, P.A.

FONTAINEBLEAU EXECUTIVE PLAZA
8370 WEST FLAGLER STREET, SUITE 204
MIAMI, FLORIDA 33144

TELEPHONE (305) 554-5300
FACSIMILE (305) 554-4558

April 17, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: SUNRISE OF AMERICA, L.L.C.

Dear Sir or Madam:

You will please find enclosed the following on the above-captioned corporation:

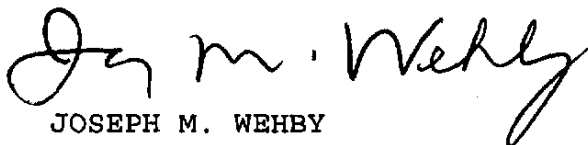
Limited Liability Company Annual Report for 1998.

Trust account check in the sum of \$188.75 payable to Florida Department Of State representing the filing fee for 1998.

Please file the annual report.

If you have any questions please feel free to contact this office.

Very truly yours,


JOSEPH M. WEHBY

JMW/mo
Encls.

cc: Mr. Naoyuki Toyotoshi