

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

92 MAR 10 AM 9:52

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 # L97000000930

YDB REALTY, L.C.
1991 NE 163RD STREET
NORTH MIAMI BEACH FL

1a. Principal Place of Business Address
1991 NE 163RD STREET
NORTH MIAMI BEACH FL

2. Principal Place of Business
Suite, Apt. #, etc.
City & State
Zip Country

2a. Mailing Address
Suite, Apt. #, etc.
City & State
Zip Country

3. Date Organized or Qualified
08/22/1997

3a. State of Formation
FL

4. FEI Number
65-0775368
 Applied For
 Not Applicable

5. Date of Last Report
05/21/1998

6. Certificate of Status Desired
\$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent
WASERSTEIN, RICHARD
913 NORMANDY DRIVE
MIAMI BEACH FL 33141

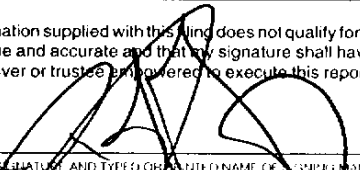
8. Name and Address of New Registered Agent/Office
Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc. 100002802724
City 08/11/99-01080-014
Zip Code ****188.75
FL

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 reconstituting)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	BERAHA, YASEF	1991 NE 163RD STREET	NORTH MIAMI BEACH FL
MEM	YEHEZKEL, HAIM	1991 NE 163RD STREET	NORTH MIAMI BEACH FL
MEM	DISHI, AVI	1991 NE 163RD STREET	NORTH 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: X  X 3-1-99
SIGNATURE AND TYPED OR PRINTED NAME OF REGISTERED AGENT, MEMBER OR MANAGER