


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 <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS		<b>FILED</b> 98 MAR -2 PM 12:48 SECRETARY OF STATE TALLAHASSEE, FLORIDA <i>4/3/98</i>	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b>			
		<b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
1. Name and Mailing Address of Limited Liability Company		<b>DOCUMENT # M95000000284</b>		1a. Principal Place of Business Address	
OXFORD CAPITAL MANAGEMENT, L.L.C. 6745 WOODBRIDGE DRIVE BOCA RATON FL 33434				6745 WOODBRIDGE DRIVE BOCA RATON FL 33434	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		09/27/1995	
City & State		City & State		3a. State of Formation	
Zip		Country		DE	
				4. FEI Number	
				65-0614385	
				<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
				5. Date of Last Report	
				03/28/1997	
				6. Certificate of Status Desired	
				<input type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent			8. Name and Address of New Registered Agent/Office		
DERN, ALVIN 6745 WOODBRIDGE DRIVE BOCA RATON FL 33434			Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code <b>FL</b>		
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	
MGRM	DERN, ALVIN	6745 WOODBRIDGE DRIVE		BOCA RATON FL	
MGRM	DERN, MARK	6745 WOODBRIDGE DRIVE		BOCA RATON FL	
MEM	SOUTHWEST CORPORATIO,	6745 WOODBRIDGE DRIVE		BOCA RATON FL	
				800002447218--7 -03/04/98--01099--008 ****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 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:** *Alvin Dern* **3/1/98** **561 482 7203**

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #