
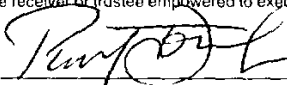


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
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 THE GMS GROUP, L.L.C. 5N REGENT STREET LIVINGSTON NJ 07039		DOCUMENT # M97000000348			
2 Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		1a. Principal Place of Business Address 5N REGENT STREET LIVINGSTON NJ 07039	
3. Date Organized or Qualified 03/27/1997		3a. State of Formation DE		4. FEI Number 13-3933850 13-3938500 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report 03/16/1998		6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required			
7. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 32324			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 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 _____		
<small>(Registered Agent Accepting Appointment) (FTE) Registered Agent signature required after record change</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	FEENEY, JOHN T	5N REGENT STREET		LIVINGSTON NJ	
MGR	KORN, JERRY	5N REGENT STREET		LIVINGSTON NJ	
MGR	DONOHUE, TIMOTHY J	5N REGENT STREET		LIVINGSTON NJ	
MGR	KONSIG, PAUL R	2500 N. MILITARY TRAIL		BOCA RATON FL	
4000002806764-9 -03/16/99--01149--014 ****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:  TIMOTHY J. DONOHUE 2-22-99 973-535-5000					
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SUPPLEMENTAL MEMBER MANAGER</small>					

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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