


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

<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>1999</b>		 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		<b>FILED</b>  <b>99 MAR -1 PM 3: 13</b>  <b>SECRETARY OF STATE</b> <b>TALLAHASSEE, FLORIDA</b>	
<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>			
<b>1. Name and Mailing Address of Limited Liability Company</b>  <b>SHEPHERD &amp; GELLER, LLC</b> <b>117 GAYLEY STREET</b> <b>MEDIA FL 19063</b>		<b>DOCUMENT # M98000001149</b>			
<b>2 Principal Place of Business</b>  Suite, Apt. #, etc.  City & State  Zip Country		<b>2a. Mailing Address</b>  Suite, Apt. #, etc.  City & State  Zip Country		<b>1a. Principal Place of Business Address</b>  <b>117 GAYLEY STREET</b> <b>MEDIA FL 19063</b>	
<b>3. Date Organized or Qualified</b>  <b>10/08/1998</b>		<b>3a. State of Formation</b>  <b>PA</b>		<b>4. FEI Number</b>  <b>23-2976070</b>  <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
<b>5. Date of Last Report</b>  <b>NONE FORMED</b> <b>9/8/98</b>		<b>6. Certificate of Status Desired</b>  <b>\$8.75 Additional Fee Required</b> <input type="checkbox"/>			
<b>7. Name and Address of Current Registered Agent</b>  <b>GELLER, PAUL J ESQ.</b> <b>7200 WEST CAMINO REAL, SUITE 203</b> <b>BOCA RATON FL 33433</b>				<b>8. Name and Address of New Registered Agent/Office</b>  Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code <b>FL</b>	
<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 agent 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.</b>  SIGNATURE _____ DATE <b>2-25-99</b> <small>(Registered Agent Accepting Appointment) (FEI) (Filing Registered Agent's signature is required when appointing a new agent)</small>					
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>		<b>City, State and Zip Code</b>	
<b>MGRM</b>	<b>GELLER, PAUL J</b>	<b>7200 WEST CAMINO REAL, SUITE 203</b>		<b>BOCA RATON FL</b>	
<b>MGRM</b>	<b>SHEPHERD, SCOTT R.</b>	<b>117 GAYLEY STREET, #200</b>		<b>MEDIA, PA</b>	
<b>11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(j), 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.</b>  SIGNATURE: _____ <b>2-25-99 (161) 750-3000</b> <small>SIGNATURE AND TYPE OR PRINTED NAME OF FILING MANAGER, MEMBER OR MANAGER</small>					