

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

**LIMITED
PARTNERSHIP
REINSTATEMENT**



Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT #

1. Name of Limited Partnership

RSL Finance Limited Partnership II

2. Principal Office Address

169 Miracle Mile

Suite, Apt. #, etc.

The Colonnade, Suite R-40

City & State

Coral Gables, Florida

Zip

33134

Country

USA

3. Mailing Office Address

169 Miracle Mile

Suite, Apt. #, etc.

The Colonnade, Suite R-40

City & State

Coral Gables, Florida

Zip

33134

Country

USA

8. Name and Address of Current Registered Agent

Name

Roland R. St. Louis, Jr.

Street Address (P.O. Box Number is Not Acceptable)

169 Miracle Mile

Suite, Apt. #, Etc.

The Colonnade, Suite R-40

City

Coral Gables

State

FL

Zip Code

33134

9. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, 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 its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE 04-23-02

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

10. Name(s) of General Partner(s)

RSL Holdings, Inc.

Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

169 Miracle Mile

City, State and Zip Code

Coral Gables, Florida

10a. Registration
Document Number

P96000058665

Apw- 1000.00
Ar 875.00
ARSWP 177.50

REINSTATEMENT

800005482508--0

-05/07/02--01090--023

2001***2002

***170377

305230

BK (BA)

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I release the Division of Corporations from any liability of non compliance with Section 119.07(3)(i) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

DATE 04-23-02

RSL Holdings, Inc., by Roland R. St. Louis, Jr.

Typed or Printed Name of General Partner Signing Form

Telephone Number 305-444-2363

CR2E039 (9/01)