

FILED

Jul 24 1998 8:00am
Secretary of State

<p>PROFIT CORPORATION ANNUAL REPORT 1998</p>		<p>FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS</p>
---	---	---

DOCUMENT # F97000006213 (9)

PREFERRED CAPITAL MARKETS, INC.

Principal Place of Business	Mailing Address
601 BRICKELL KEY DRIVE, STE 703 MIAMI FL 33131	601 BRICKELL KEY DRIVE, STE 703 MIAMI FL 33131

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 11/24/1997	
21	Suite, Apt. #, etc.	26	220 MONTGOMERY STREET Suite, Apt. #, etc.	4. FEI Number 94-2804669	Applied For Not Applicable
22	City & State	27	SUITE 777 City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	SAN FRANCISCO, CA. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	94104 Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
HESS, THOMAS J		81	Name
601 BRICKELL KEY DRIVE, STE 805		82	Street Address (P.O. Box Number is Not Acceptable)
MIAMI FL 33131		83	
		84	City
			FL 85 Zip Code

11. Pursuant to the provisions of sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	POD ENGMANN, MICHAEL 220 MONTGOMERY ST., STE 777 SAN FRANCISCO CA	<input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V MCCRAE, GLENN 220 MONTGOMERY ST., STE 777 SAN FRANCISCO CA	<input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	ST MCCRAE, DOUGLAS 220 MONTGOMERY ST., STE 777 SAN FRANCISCO CA	<input checked="" type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

NOTE: Registered Agent signature required when renewing.

DATE

70000259921
-07/27/98--01054--015
***150.00

14. I 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 or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Standa Green Stephen Savine

7/8/98 405/733-3000

CR2E034 (5/98)



PREFERRED CAPITAL MARKETS, INC.

220 MONTGOMERY STREET, SUITE 777, SAN FRANCISCO, CALIFORNIA 94104 TEL: 415-733-3000 TEL: 800-949-0205 FAX: 415-781-5215

July 8, 1998

pg 2

Division of Corporations
Annual Reports Filings
P.O. Box 1500
Tallahassee, FL 32302-1500

Re: Document # F97000006213 (9) -- Preferred Capital Markets, Inc.

Dear Sir or Madam:

I am in receipt of the State of Florida's 1998 Profit Corporation Annual Report (Second Notice) for Preferred Capital Markets, Inc. ("Preferred"). The second notice is the first document I have received from the State of Florida Division of Corporations ("Division"). Part of the problem is that Preferred is a California corporation and we only maintain a branch office in the State of Florida. As the main office is responsible for complying with all regulatory requests, we were unable to comply with the Division's first request as we did not receive the document.

In this regard, we request that all future documents concerning payments, reporting requirements, and any other regulatory requests be sent to Preferred's main address which is: 220 Montgomery Street, Suite 777, San Francisco, CA, 94104.

I determining how to complete this form, I spoke with a member of the Division. I was instructed to attach a letter to the filing explaining the fact that Preferred never received the Division's first request and submitting a payment in the amount of \$150 (see enclosed). I was informed that since Preferred did not receive the first mailing, the late fee would not be applicable for this filing.

Please contact me if you have any questions concerning this submission.

Respectfully yours,

Stephen Squire
Director of Compliance