2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L01000013353

FILED Mar 31, 2004 Secretary of State

Date

Entity Name: BOUTIQUE HOTELS & RESORTS INTERNATIONAL LLC

Current Principal Place of Business: New Principal Place of Business:

1210 WASHINGTON AVE 210

MIAMI BEACH, FL 33135

Current Mailing Address: New Mailing Address:

1210 WASHINGTON AVE 210 MIAMI BEACH, FL 33135

FEI Number: 65-1129879 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

BUSINESS FILINGS INCORPORATED 660 EAST JEFFERSON STREET TALLAHASSEE, FL 323010000 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

MANAGING MEMBERS/MEMBERS:

ADDITIONS/CHANGES:

Fitle: MGR () Delete Title: MGRM (X) Change () Addition

 Name:
 BUEHLER, MARTIN H
 Name:
 BUEHLER, MARTIN H

 Address:
 16711 COLLINS AVE. APT. 2503
 Address:
 16711 COLLINS AVE. APT. 2503

 City-St-Zip:
 SUNNY ISLES BEACH, FL 33160
 City-St-Zip:
 SUNNY ISLES BEACH, FL 33160

Title: MGR () Delete Title: MGR (X) Change () Addition

Name: FIRST CAPITAL HOSPIT, ALITY FINANCIA L GROUP Name: FIRST CAPITAL HOSPIT, ALITY FINANCIA L GROUP

Address: 1221 BRICKELL AVE. Address: 1210 WASHINGTON AVENUE City-St-Zip: MIAMI, FL 33131 City-St-Zip: MIAMI BEACH, FL 33139

Title: MGR () Delete Title: MGRM (X) Change () Addition

 Name:
 KRONBERO, ALLAN
 Name:
 SEARS, JOHN

 Address:
 1421 E PALMWAY
 Address:
 1238 WEST SANDMAN

 City-St-Zip:
 LAKE WORTH, FL 33460
 City-St-Zip:
 GILBERT, AZ 85233

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic 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.

SIGNATURE: MARTIN H. BUEHLER MGRM 03/31/2004