2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L01000022483

Entity Name: PHOENIX F&B JEWELRY MFG., LLC

FILED Apr 29, 2004 Secretary of State

Date

Current Principal Place of Business:	New Principal Place of Business

1499 NW 79TH STREET MIAMI, FL 33126

Current Mailing Address: New Mailing Address:

21 SE 1ST AVE MIAMI, FL 33131

FEI Number: 26-0002468 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

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

BENDAYAN, SALOMON 21 SE 1ST AVENUE 6TH FLOOR MIAMI, FL 33131 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:

Title: P () Delete Title: MGR (X) Change () Addition Name: BENDAYAN, SALOMON Name: BENDAYAN, SALOMON

 Address:
 21 SE 1ST AVE
 Address:
 21 SE 1ST AVE

 City-St-Zip:
 MIAMI, FL 33131
 City-St-Zip:
 MIAMI, FL 33131

Title: V () Delete Title: MGR (X) Change () Addition Name: NUSBAUM, IRA Name: NUSBAUM, IRA

 Address:
 21 SE 1ST AVE
 Address:
 21 SE 1ST AVE

 City-St-Zip:
 MIAMI, FL 33131
 City-St-Zip:
 MIAMI, FL 33131

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

 Name:
 BENDAYAN, ÂLISA
 Name:
 BENDAYAN, ÂLISA

 Address:
 21 SE 1ST AVE
 Address:
 21 SE 1ST AVE

 City-St-Zip:
 MIAMI, FL 33131
 City-St-Zip:
 MIAMI, FL 33131

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

 Name:
 NUSBAUM, FRED
 Name:
 NUSBAUM, FRED

 Address:
 21 SE 1ST AVE
 Address:
 21 SE 1ST AVE

 City-St-Zip:
 MIAMI, FL 33131
 City-St-Zip:
 MIAMI, FL 33131

 Name:
 FLITSCH, THOMAS
 Name:
 FLITSCH, THOMAS

 Address:
 SACHSENSTR 32
 Address:
 SACHSENSTR 32

City-St-Zip: PFORZHEIM GERMANY, GR 75177 City-St-Zip: PFORZHEIM GERMANY, GR 75177

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

Name: HAGER, IAN Name: HAGER, IAN

 Address:
 3401 N COUNTRY CLUB DR # 711
 Address:
 3401 N COUNTRY CLUB DR # 711

 City-St-Zip:
 AVENTURA, FL 33180
 City-St-Zip:
 AVENTURA, FL 33180

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: SALOMON BENDAYAN MGR 04/29/2004