
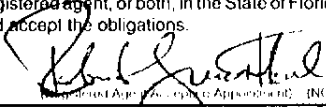
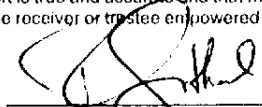


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 98 JUN -8 AM 10:36	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company SCHOONER OAKS REALTY L.L.C. 7477 SAN SEBASTIAN DR. BOCA RATON, FL. 33433		DOCUMENT # L92000000063		1a. Principal Place of Business Address 115 BELAIR DR #6 HIGHLAND BCH, FL SAME (H. GRUENTHAL) 33437	
2. Principal Place of Business BOCA RATON FL. Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address 7477 SAN SEBASTIAN DR Suite, Apt. #, etc. BOCA RATON FL. City & State Zip Country		3. Date Organized or Qualified 7-6-94 3a. State of Formation FL. 4. FEI Number 65-0378000 5. Date of Last Report 1997 6. Certificate of Status Desired <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent ROBERT GRUENTHAL 7477 SAN SEBASTIAN DR BOCA RATON		8. Name and Address of New Registered Agent/Office Name ROBERT GRUENTHAL Street Address (P.O. Box Number is Not Acceptable) 7477 SAN SEBASTIAN DR Suite, Apt. #, etc. City BOCA RATON FL Zip Code 33433			
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 office 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. SIGNATURE  DATE MAY 15, 1998					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MANAGING MEMBER	ROBERT GRUENTHAL	7477 SAN SEBASTIAN DR		BOCA RATON, FL. 33433	
MANAGING MEMBER	HEINZ EDLMANN	505 NE 20th AVE APT. 209 1		DEERFIELD BCH. FL 33541 300002557413-2 -06/11/98--01/11/99 ***188.75 ***188.75	
11. I do 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 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. SIGNATURE:  MAY 15, 1998 (S) 394-4791					