

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	
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		DOCUMENT # L93000000402		1a. Principal Place of Business Address	
LELLI OF AMERICA, LIMITED COMPANY P.O. BOX 524217 MIAMI FL 33152				7301 N.W. 41ST STREET MIAMI FL 33166	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		11/17/1993	
City & State		City & State		4. FEI Number	
Zip		Zip		65-0458134	
Country		Country		5. Date of Last Report	
				06/27/1997	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office			
LELLI, ALESSANDRO 7301 N.W. 41ST STREET MIAMI FL 33166		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code FL			
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 _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reappointing)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	LELLI, ALESSANDRO	AVE. ISAIAS MEDINA ANGARIT		VENEZUELA	
MGRM	LELLI, ROBERTO	AVE. ISAIAS MEDINA ANGARIT		VENEZUELA	
500002485685-3 -04/10/98-01119-018 ****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:

ALESSANDRO LELLI

MARCH 4, 1998

(305) 477 1169

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Daytime Phone #