

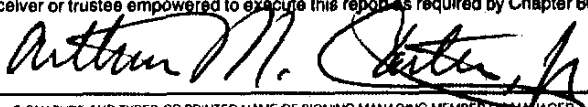


**FILE NOW: Fee after May 1, will be \$588.75**

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS	
<b>FILING FEE</b> \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>	
1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT # L94000000006</b>  F. & M. CARRSON INTERNATIONAL, L.C. 4501 YACHT HARBOR DR. NAPLES FL <del>33962</del> <b>34112</b>		FILED 97 MAY -1 PM 1:39 SECRETARY OF STATE TALLAHASSEE, FLORIDA  1a. Principal Place of Business Address  4501 YACHT HARBOR DR. NAPLES FL <del>33962</del> <b>34112</b>	
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.			
2. Principal Place of Business  Suite, Apt. #, etc. <b>SAME</b> <i>except for Zip Code</i> City & State  Zip <b>34112</b> Country		2a. Mailing Address  Suite, Apt. #, etc. City & State  Zip <b>34112</b> Country	
3. Date Organized or Qualified <b>01/01/1994</b>		3a. State of Formation <b>FL</b>	
4. FEI Number <b>65-0486479</b>		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report <b>04/29/1996</b>		6. Certificate of Status Desired <input type="checkbox"/> Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent  CARTER, ARTHUR M JR 4501 YACHT HARBOR DR. NAPLES FL <del>33962</del> <b>34112</b>  <i>SAME (except for Zip Code.)</i>		8. Name and Address of New Registered Agent  Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City <b>FL</b> Zip Code <b>34112</b>	
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 reinstating)			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	CARTER, ARTHUR M JR	4501 YACHT HARBOR DR.	NAPLES FL <b>34112</b>
MGR	FUNG, ERIC C	7515 184TH ST.	FRESH MEADOWS NY
			100002169181--0 -05/07/97--01044--024 ****203.75 ****203.75  
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: 		Date <b>4/26/97</b> (941 775-8980) Daytime Phone #	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER			