
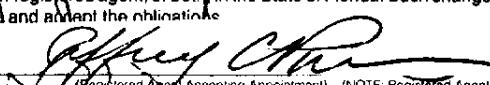



File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998				FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
1. Name and Mailing Address of Limited Liability Company		<b>DOCUMENT #</b>		<b>L94000000012</b>	
HLB INVESTMENTS, L.C. 253 SOUTH WOODS ROAD PALM BEACH FL 33480				1a. Principal Place of Business Address  253 SOUTH WOODS ROAD PALM BEACH FL 33480	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		01/06/1994	
City & State		City & State		FL	
Zip		Country		4. FEI Number	
				65-0468480	
				5. Date of Last Report	
				03/31/1997	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office			
HARRIS, LYNDIA J 515 NORTH FLAGLER DRIVE 18TH FLOOR WEST PALM BEACH FL		Name PUMA, JEFFREY C. Street Address (P.O. Box Number is Not Acceptable) 6550 N. FEDERAL HIGHWAY Suite, Apt. #, etc. SUITE 340 City FORT LAUDERDALE Zip Code FL 33308			
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 3-17-98	
(Registered Agent Accepting Appointment)		(NOTE: Registered Agent signature required when reinstating)			
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MEM	BECK, HOWARD	253 SOUTH WOODS ROAD		PALM BEACH FL	
MEM	BECK, DELORES	253 SOUTH WOODS ROAD		PALM BEACH FL	
500002467155--9 -03/24/98--01102--004 ****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:				Feb 27/98 416-4838230	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER		Date		Daytime Phone #	