

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
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**FILED**  
98 MAY -1 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<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 # L94000000080</b>
<b>THE SECOND B.F.G. COMPANY, L.C.</b> 3038-C N. FEDERAL HWY FT LAUDERDALE FL

1a. Principal Place of Business Address 3038-C N. FEDERAL HWY FT LAUDERDALE FL
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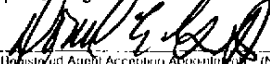
2. Principal Place of Business	2a. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip	Country

3. Date Organized or Qualified 02/21/1994	3a. State of Formation FL
4. FEI Number 65-0432962	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Date of Last Report 04/25/1997	6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent BIVINS, DANIEL W JR 3038 N FEDERAL HWY FT LAUDERDALE FL 33306
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8. Name and Address of New Registered Agent/Office Name: DONALD E. GRANT JR Street Address (P.O. Box Number is Not Acceptable): 3038-C N FEDERAL HWY Suite, Apt. #, etc. City: FORT LAUDERDALE FL Zip Code: 33306
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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.

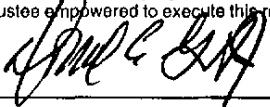
SIGNATURE:  DATE: 4/27/98

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	BIVINS, DANIEL W	3038 N FEDERAL HWY	FT LAUDERDALE
MEM	FOCKE, HENRY R JR	3038 N FEDERAL HWY	FT LAUDERDALE
MEM	GRANT, DONALD E	3038 N FEDERAL HWY	FT LAUDERDALE

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\*\*\*\*188.75 \*\*\*\*188.75

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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:  DONALD E GRANT JR. 4/27/98 954566 2955

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #