


File on or before May 1, 1998 or Limited Liability Company 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 # L94000000201 RBES L.C. 3780 W. FLAGLER STREET MIAMI FL 33134

1a. Principal Place of Business Address 3780 W. FLAGLER STREET MIAMI FL 33134

2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country
--	---

3. Date Organized or Qualified 05/13/1994	3a. State of Formation FL
4. FEI Number 65-0495692	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Date of Last Report 04/28/1997	6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent RODRIGUEZ-BETANCOURT, ANA M 3780 WEST FLAGLER ST MIAMI FL 33134
--

8. Name and Address of New Registered Agent/Office Name J.C. ELSON, ESQ. Street Address (P.O. Box Number is Not Acceptable) 3780 WEST FLAGLER STREET Suite, Apt. #, etc. City MIAMI Zip Code FL 33134
--

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 J.C. Elson (Pers. Rep. & Trustee) DATE 4-30-98
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	RODRIGUEZ-BETANCOURT,	3780 W. FLAGLER STREET	MIAMI FL
MGRM	ELSON, DIANA	3780 W. FLAGLER STREET	MIAMI FL

200002545232--5
-06/03/98--01007--008
****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) (l), 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: J.C. ELSON (TRUSTEE) PERS. REP. 4-30-98 (305) 446-3377
SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #