

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

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED

97 APR 11 PM 3:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE	Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee
\$ 203.75	Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company **DOCUMENT # L94000000540**

PEG HOLDINGS, L.C.
 1428 BRICKELL AVE SUITE 400
 MIAMI FL 33131

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

1a. Principal Place of Business Address

1428 BRICKELL AVE SUITE 400
 MIAMI FL 33131

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		10/10/1994	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	Zip	Country	65-0542376	5. Date of Last Report
				06/10/1996	6. Certificate of Status Desired <input type="checkbox"/> <small>See Additional Fee Required</small>

7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent	
CUMMINGS, PAUL M 1428 BRICKELL AVE SUITE 400 MIAMI FL 33131		Name Street Address (P.O. Box Number is Not Acceptable) 400002143624--7 Suite, Apt. #, etc. -04715797--01054--023 ****203.75 ****203.75 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's signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	CUMMINGS, PAUL M	1428 BRICKELL AVE SUITE 4	MIAMI FL
MEM	VOLSKY, GEORGE	1101 BRICKELL AVE SUITE 1	MIAMI FL
MEM	JACOBS, ERIC	13594 SW 58TH AVE	MIAMI FL

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: *Paul Cummings* *4/9/97* *ab*

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