



File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>1999</b>		 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		FILED JUN - 1 PM 5:00 FLORIDA DEPARTMENT 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>			
<b>1. Name and Mailing Address of Limited Liability Company</b> <b>DOCUMENT # L94000000604</b>  <b>AVALON DEVELOPMENT GROUP, L.C.</b> <b>3220 AVALON BOULEVARD</b> <b>MILTON FL 32583</b>		<b>1a. Principal Place of Business Address</b> <b>3220 AVALON BOULEVARD</b> <b>MILTON FL 32583</b>			
<b>2. Principal Place of Business</b> Suite, Apt. #, etc. City & State Zip      Country		<b>2a. Mailing Address</b> Suite, Apt. #, etc. City & State Zip      Country		<b>3. Date Organized or Qualified</b> <b>11/09/1994</b>  <b>3a. State of Formation</b> <b>FL</b>  <b>4. FEI Number</b> <b>59-3276189</b> <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
		<b>5. Date of Last Report</b> <b>04/15/1998</b>		<b>6. Certificate of Status Desired</b> <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
<b>7. Name and Address of Current Registered Agent</b> <b>MILLER, JANE</b> <b>3220 AVALON BOULEVARD</b> <b>MILTON FL 32583</b>			<b>8. Name and Address of New Registered Agent/Office</b> Name Street Address (P.O. Box Number is Not Acceptable) <b>200002899282--2</b> Suite, Apt. #, etc. <b>06/03/99 01030 028</b> <b>***188.75 ***188.75</b> City      Zip Code <b>FL</b>		
<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.</b>					
SIGNATURE <u>Jane Miller</u> <small>(Registered Agent Accepting Appointment) (NOTE: If registered Agent signature required when terminating)</small>			DATE <u>5-20-99</u>		
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>		<b>City, State and Zip Code</b>	
<b>MGMR</b>	<b>LEE, JAMES C III</b>	<b>P.O. BOX 10048 N/A</b>		<b>BIRMINGHAM AL</b>	
<div style="text-align: right; font-size: 2em; font-family: cursive;">  </div>					
<b>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.</b>					
<b>SIGNATURE:</b> <u>Jane Miller</u> <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>			<u>5-20-99</u> <u>594 8200</u> <small>Date Date/Phone #</small>		