
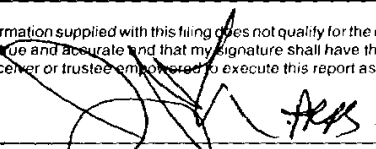


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE. ..

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS	
<b>FILING FEE</b> Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee \$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE					
1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT # L95000000077</b>  HILLSBORO BAY BY-THE SEA, L.C. 9836 WEST SAMPLE ROAD CORAL SPRINGS FL 33065				1a. Principal Place of Business Address  9836 WEST SAMPLE ROAD CORAL SPRINGS FL 33065	
2. Principal Place of Business  Suite, Apt. #, etc.  City & State  Zip		2a. Mailing Address  Suite, Apt. #, etc.  City & State  Zip		3. Date Organized or Qualified 01/24/1995  3a. State of Formation FL  4. FEI Number 65-0568131 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable  5. Date of Last Report 04/03/1998  6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent  OSINSKI, VAL I 9836 WEST SAMPLE ROAD CORAL SPRINGS FL 33065				8. Name and Address of New Registered Agent/Office  Name  Street Address (P.O. Box Number is Not Acceptable)  Suite, Apt. #, etc.  City FL Zip Code	
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 _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature, not name, when not applicable)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	AMICA HOLDINGS, INC.	4121 CORAL HILLS DR		CORAL SPRINGS FL	
MGRM	BORSA HOLDINGS, INC.	4121 CORAL HILLS DR		CORAL SPRINGS FL	
MGRM	BLUE PAPER, INC.	3403 DOW STREET		POMPANO BEACH FL	
MGR	IERACITANO, JOSEPH	3403 DOW STREET		POMPANO BEACH 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:  3/25/99 <small>SIGNATURE AND TITLE OF THIRD PARTY OR SERVICE PROVIDER (MANAGING MEMBER OR RECEIVING AGENT)</small>					