

**2005 LIMITED LIABILITY COMPANY
ANNUAL REPORT**

FILED
Mar 30, 2005 8:00 am
Secretary of State

03-30-2005 90162 021 ****50.00

DOCUMENT # L95000000295

1. Entity Name
FMS SOUTH BEACH, L.C.



Principal Place of Business
100 NO. BISCAYNE BLVD. 21ST FLOOR
ATTN: THOMAS BAUR ESQ.
MIAMI, FL 33132

Mailing Address
100 NO. BISCAYNE BLVD. 21ST FLOOR
ATTN: THOMAS BAUR ESQ.
MIAMI, FL 33132

DO NOT WRITE IN THIS SPACE



02112005No Chg-LLC

CR2E083 (10/03)

4. FEI Number
65-0585806

Applied For
Not Applicable

5. Certificate of Status Desired ☐

\$5.00 Additional -
Fee Required

6. Name and Address of Current Registered Agent

BAUR, THOMAS ESQ.
100 NO. BISCAYNE BLVD. 21ST FLOOR
MIAMI, FL 33132

**DO NOT WRITE
IN THIS SPACE**

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent Signature required when reinstating)

DATE

Filing Fee Is \$50.00
Due by May 1, 2005

9. MANAGING MEMBERS/MANAGERS

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
MGRM
MEYER-SCHUCHARDT AG, FRANK
100 NO. BISCAYNE BLVD., 21ST FLOOR
MIAMI, FL 33132

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
MGRM
NORELLI, BIRGITH
BAHNHOF CH 7276
FRAUERKIRCH SWITZERLAND,

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
MGRM
MEYER-SCHUCHARDT, FRANK O
EILENAU 59, D-22089
HAMBURG GERMANY,

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
MGRM
MEYER-SCHUCHARDT, PATRICK
EILENAU 58, D-22089
HAMBURG GERMANY,

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

**DO NOT WRITE
IN THIS SPACE**

11. I 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 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.

SIGNATURE:

3/16/05

ATTACHMENT
20025355
#C9500000298

**WRITTEN CONSENT IN LIEU OF
SPECIAL MEETING OF MANAGING-MEMBERS OF
FMS SOUTH BEACH, L.C.**

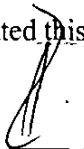
The undersigned, being all of the Managing-Members of FMS South Beach, L.C., a Florida limited liability company (the "Company"), hereby consent to the adoption of the following preamble and resolutions and to the taking of the following action by written consent in lieu of a Special Meeting of Managing-Members, hereby waiving all notice of time, place and objects of same.

The undersigned Managing-Members adopt this Written Consent in lieu of Special Meeting of Members, and consent to, approve, adopt, appoint and/or ratify the following:

IT IS HEREBY RESOLVED

1. That the persons at present serving as Managing-Members and/or Officers of the Company are hereby reappointed to serve as Managing-Members and/or Officers of the Company until such time as their successors shall have been duly elected or appointed and qualified.
2. That any and all actions taken to date on behalf of the Company by any of the Officers acting in such capacity, and all actions taken to date on behalf of the Company by any of the Managing-Members acting in such capacity, are hereby ratified and approved as fully as if such actions were authorized, approved and consented to prior to their commission, even if such person was not an Officer and/or Managing-Member at the time such act was committed.
3. This Written Consent may be executed by the Managing-Members in several counterparts, including facsimile counterparts, and all such counterparts so executed shall constitute but one and the same Written Consent, notwithstanding that all of the Managing-Members have not signed the original Written Consent and have not signed the same counterpart.

IN WITNESS WHEREOF, the undersigned executed this Unanimous Written Consent as of the 16 day of MARCH, 2005.


Name: Frank Meyer-Schuchardt A.G., Managing-Member
By: Frank Meyer-Schuchardt, President

Name: Birgith Norelli, Managing-Member

Name: Frank O. Meyer-Schuchardt, Managing-Member

Name: Patrick Meyer-Schuchardt, Managing-Member