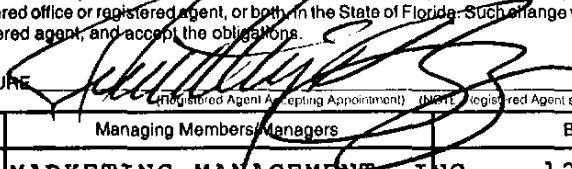
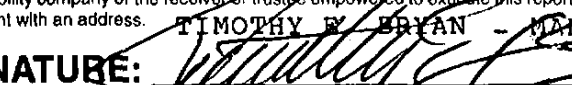


FILE NOW: Fee after May 1, will be \$588.75

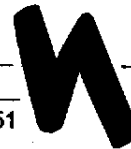
LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS	
FILING FEE \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company CAPE ELIZABETH LAND COMPANY, LC P.O. BOX 498 PALM CITY, FL 34990		DOCUMENT # L46-242 97-AR CM	
2. Principal Place of Business 71 FROST STREET Suite, Apt. #, etc. City & State PORTLAND, MAINE Zip 04102 Country USA		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	
3. Date Organized or Qualified MARCH 1, 1996		3a. State of Formation FLORIDA	
4. FEI Number 01-0510499		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report 1996		6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent JOSEPH D. GROSSO, JR PROSPERITY GARDENS, SUITE 112 11380 PROSPERITY FARMS ROAD PALM BEACH GARDENS, FL 33410		8. Name and Address of New Registered Agent Name TIMOTHY E. BRYAN Street Address (P.O. Box Number is Not Acceptable) 661 S.W. BAY POINTE CIRCLE Suite, Apt. #, etc. City PALM CITY Zip Code FL 34990	
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 8/20/97			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	MARKETING MANAGEMENT, INC.	123 NAUTICAL WAY	JUPITER, FL 33477
MGAM	TIMOTHY E. BRYAN	661 S.W. BAY POINTE CIRCLE	PALM CITY, FL 34990
MEM	JURIS & COMPANY	42 EASTMAN ROAD	CAPE ELIZABETH, ME 04107
			900002285919--4 -09/05/97--01094--008 ****203.75 ****203.75
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (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. TIMOTHY E. BRYAN - MANAGING MEMBER SIGNATURE:  (207) 879-5990 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #			

Pritchett, Dlusky & Saxe

CERTIFIED PUBLIC ACCOUNTANTS

1621 West First Avenue • P.O. Box 163400 • Columbus, Ohio 43216-3400 • (614) 481-8051

FAX 486-0546



August 21, 1997

Division of Corporations
Annual Reports Section
P. O. Box 6327
Tallahassee, FL 32314

RE: Cape Elizabeth Land Company LC
01-0510499

FILED
97 SEP -2 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs:

Enclosed is a completed limited liability company annual report for 1997, a check for \$203.75 and a stop payment order on the check our client originally sent you.

Per our telephone conversations with your agency on August 12 and 13 it was determined that the annual report we originally mailed to your agency on April 30 was lost in the mail. We determined it was sent back to our client to have the titles inserted. Our client mailed it back to your agency. Then on June 5 it was again mailed back to our client; they never received this package. Per your computer it was mailed to the following address:

P. O. Box 408
Palm City, Florida 34990

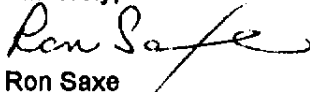
However, their mailing address is:

P. O. Box 498
Palm City, Florida 34990

As directed by the person we spoke with on August 13, 1997 we are writing this letter and attaching the stop payment request to prove that we were not late in filing the report and that the late fee should not be assessed.

If you have any questions please feel free to contact me.

Sincerely,


Ron Saxe

Cc: Cape Elizabeth Land Company LC
Enclosures