
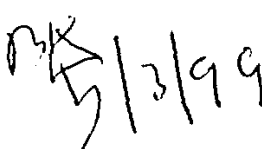


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

188.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 <p>L96000000278</p> <p>FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS</p>		<p>99 MAY -3 AM 9: 25</p>	
FILING FEE \$ 188.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE					
1. Name and Mailing Address of Limited Liability Company DOCUMENT # L96000000278 DE ZARRAGA GROUP, L.C. 1101 BRICKELL AVE., SUITE 1400 MIAMI FL 33131		1a. Principal Place of Business Address 1101 BRICKELL AVE., SUITE 14 MIAMI FL 33131			
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		3. Date Organized or Qualified 03/05/1996 3a. State of Formation FL	
		4. FEI Number APPLIED FOR		<input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
		5. Date of Last Report 04/28/1998		6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent GUTIERREZ, NICHOLAS J 1101 BRICKELL AVE., SUITE 1400 MIAMI FL 33131			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City		
			200002874612--9 -05/13/99--01114--002 ***2821.25 ***188.75 FL		
<p>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.</p>					
SIGNATURE _____			DATE _____		
(Registered Agent Accepting Appointment) (NOTE: Registered Agent's signature is required when reappointing)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	DE ZARRAGA, MARCOS	416 AMALFI AVENUE		CORAL GABLES FL	
MGR	PRELLEZO, ESTEBAN J	8765 S.W. 53RD COURT		MIAMI FL	
MGR	DE ZARRAGA, MANUEL	ONE BISCAYNE TOWER SUITE		MIAMI FL	
MGR	GUTIERREZ, NICOLAS J J	1101 BRICKELL AVE., SUITE		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:

Nicholas J. Gutierrez, Jr., Esq., Mgr. 4/19/99 (305) 578-0730