


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 Katherine Harris Secretary of State DIVISION OF CORPORATIONS		99 JUN -2 AM 8:41 SECRETARY OF STATE TALLAHASSEE, FLORIDA																	
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 # 196000000316 HIERBAUM PARTNERS, L.C. 35 TROPICAL ISLAND LANE MERRITT ISLAND FL 32952		1a. Principal Place of Business Address 35 TROPICAL ISLAND LANE MERRITT ISLAND FL 32952																			
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 03/19/1996 3a. State of Formation FL																	
				4. FEI Number 59-3370337 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable																	
				5. Date of Last Report 03/09/1998 6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>																	
7. Name and Address of Current Registered Agent HIERBAUM, RANDY P 35 TROPICAL ISLAND LANE MERRITT ISLAND FL 32952			8. Name and Address of New Registered Agent/Office Name <i>Hierbaum, Judy K.</i> Street Address (P.O. Box Number is Not Acceptable) <i>214 Waterside Dr</i> Suite, Apt. #, etc. City <i>Indian Harbor Bch FL</i> Zip Code <i>32937</i>																		
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 <i>Judy K. Hierbaum</i> DATE <i>5-24-99</i>																					
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 10%;">10. Title</th> <th style="width: 30%;">Managing Members/Managers</th> <th style="width: 30%;">Business Street Address</th> <th style="width: 30%;">City, State and Zip Code</th> </tr> <tr> <td>MGRM</td> <td>HIERBAUM, RANDY P</td> <td>35 TROPICAL ISLAND LANE</td> <td>MERRITT ISLAND FL</td> </tr> <tr> <td>MGRM</td> <td>HIERBAUM, MARK S</td> <td>11741 WETHERBY LANE</td> <td>LOS ANGELES CA</td> </tr> <tr> <td>MGRM</td> <td>HIERBAUM, MARSHA J</td> <td>11741 WETHERBY LANE</td> <td>LOS ANGELES CA</td> </tr> </table>						10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code	MGRM	HIERBAUM, RANDY P	35 TROPICAL ISLAND LANE	MERRITT ISLAND FL	MGRM	HIERBAUM, MARK S	11741 WETHERBY LANE	LOS ANGELES CA	MGRM	HIERBAUM, MARSHA J	11741 WETHERBY LANE	LOS ANGELES CA
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800002902178--1 -06/11/99--01070--016 ****188.75 ****188.75 800002902178--1 -06/11/99--01070--017 ****400.00 ****400.00 JUN - 7 1999																					
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: <i>Randy P. Hierbaum</i> <i>May 10, 1999</i>																					