


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

98 APR 24 AM 8:41

4/28

FILING FEE	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	DOCUMENT # L96000000676
BUDD MAYER SUPERCENTERS, L.C. 3444 MEMORIAL HIGHWAY TAMPA FL 33607	

1a. Principal Place of Business Address
3444 MEMORIAL HIGHWAY TAMPA FL 33607


2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified		3a. State of Formation	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		06/21/1996		FL	
City & State		City & State		4. FEI Number		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
Zip		Country		5. Date of Last Report		6. Certificate of Status Desired	
				04/18/1997		<input type="checkbox"/> \$8.75 Additional Fee Required	

7. Name and Address of Current Registered Agent				8. Name and Address of New Registered Agent/Office			
ERGER, ROBERT B 3444 MEMORIAL HIGHWAY TAMPA FL 33607				Name			
				Street Address (P.O. Box Number is Not Acceptable)			
				400002515704--7 -05/07/98--01093--005 ****188.75 ****188.75			
				Suite, Apt. #, etc.			
City				City			
				FL			
				Zip Code			

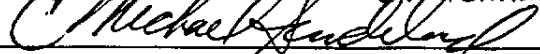
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	SUNDERLAND, C. MICHAEL	3444 MEMORIAL HIGHWAY	TAMPA FL

RE-EXECUTE COPY 

11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (l), 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: *X*  **C. MICHAEL SUNDERLAND**
 2/26/98 813)282-6900