
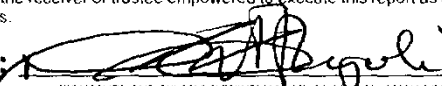


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		SECRETARY OF STATE DIVISION OF CORPORATIONS 99 MAR -9 PM 4:04	
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 ALICE'S ON DUVAL, L.C. 1114 DUVAL ST. KEY WEST FL 33040		DOCUMENT # L96000000975 1a. Principal Place of Business Address 1114 DUVAL ST. KEY WEST FL 33040			
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 09/16/1996 4. FEI Number 65-0703378 5. Date of Last Report 03/19/1998	
3a. State of Formation FL <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable		6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required			
7. Name and Address of Current Registered Agent WINEGARTEN, ALICE 1114 DUVAL ST. KEY WEST FL 33040			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 800002801A79-2 City MIAMI BEACH FL		
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 _____ <small>(If designated Agent Applying Appointment) (If Not Registered Agent's signature required when filing change)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MEM	RISPOLI, KAROLE K	3013 AIRPORT BLVD.		KEY WEST FL	
MEM	WEINGARTEN, ALICE	SOUTH BAY CLUB, 800 W. AVE		MIAMI BEACH 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:  KAROLE KOLBRISPOLI 2/24/99 3052924888					