

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

FILED

98 APR 24 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 # L96000001108

1201 NW 54TH ST, L.C.
419 WEST 49TH STREET, #106
HIALEAH FL 33012-3602

1a. Principal Place of Business Address

419 WEST 49TH STREET, #106
HIALEAH FL 33012

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		10/16/1996	FL
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	Zip	Country	65-0704511	5. Date of Last Report
				05/01/1997	6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office	
7800 NE 2ND AVE, L.C. 419 WEST 49TH STREET, #106 HIALEAH FL 33012		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City	
		100002509171--6 -04/28/98--01077--012 ****188.75 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 _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	RJR ENTERPRISES, LLC	419 WEST 49TH STREET, #106	HIALEAH FL
MGR	FISHER, RONALD P	1801 CENTURY PARK EAST, #2	LOS ANGELES CA
MGR	FISHER, JAMES Q	1801 CENTURY PARK EAST, #2	LOS ANGELES CA
MGR	FISHER, RICHARD J	1801 CENTURY PARK EAST, #2	LOS ANGELES CA

AL APR 27 1998

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: *James Q Fisher* 4/27/98
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #