File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE. FILED SECRETARY OF STATE DIVISION OF CORPORATIONS FLORIDA DEPARTMENT OF STATE LIMITED LIABILITY COMPANY Katherine Harris ANNUAL REPORT Secretary of State 99 TPR - 7 PM 2: 21 1999 DIVISION OF CORPORATIONS FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE **DOCUMENT # 196000001333** 1a. Principal Place of Business Address 9200 BAY ASSOCIATES, L.L.C. 10800 BISCAYNE BLVD. 10800 BISCAYNE BLVD. SUITE 400 SUITE 400 MIAMI FL 33161 MIAMI FL 33161 2 Principal Place of Business 2a. Mailing Address 3. Date Organized or Qualified 3a. State of Formation 12/19/1996 Suite, Apt. #, etc. Suite, Apt. #, etc. 4. FEI Number Applied For City & State City & State 59-3419051 Not Applicable 5. Date of Last Report 6. Certificate of Status Desired Country Country \$8.75 Additional Fee Required 02/26/1998 7. Name and Address of Current Registered Agent 8. Name and Address of New Registered Agent/Office MELAND & RUSSIN, P.A. 2420 FIRST UNION FINANCIAL CENTER Street Address (P.O. Box Number is Not Acceptable) 200 SOUTH BISCAYNE BLVD. MIAMI FL 33131 Suite. Apt. #. etc 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. Thereby accept the appointment as registered agent, and accept the obligations. SIGNATURE __ DATE (Response LAgent Accepting Appendicularly) (INCL): Responses Aspent's production and about solution 0. Title Managing Members/Managers **Business Street Address** City, State and Zip Code MGRM GOLDSTEIN, STUART D 950 3RD AVENUE NEW YORK NY MGRM FOX, EDWARD N. 950 3RD AVENUE NEW YORK NY MGRM ROSENBERG, CHARLES 10800 BISCAYNE BLVD., SUIT MIAMI FL MGRM ROSENBERG, RYAN 10800 BISCAYNE BLVD., SUIT MIAMI FL MGRM FEDER, ERIC 10800 BISCAYNE BLVD., SUIT MIAMI FL 1 00002833571---8 -04/03/99-01085--001 ****188.75 ****188.75 11 Ido hereby certify that the information supplied with his filing does not quality 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 another 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 nustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an

3-62-99 308 8130199

INHSE10 R (12-98)

attachment with an address.

SIGNATURE: