

FROM: L. PEREZ, JR. 08/19/99, 1999 OF LIMITED LIABILITY COMPANY, 3058589992, subject to a \$400.00 LATE FEE.

04-26-99 01:11P P.01

| LIMITED LIABILITY COMPANY                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                   | FLORIDA DEPARTMENT OF STATE<br>Katherine Harris<br>Secretary of State<br>DIVISION OF CORPORATIONS                                                                                                                                                |                                                                                                       |
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| ANNUAL REPORT<br>1999                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                   | FILED<br>22 MAY -3 PM 5:00<br>SECRETARY OF STATE<br>DIVISION OF CORPORATIONS                                                                                                                                                                     |                                                                                                       |
| FILING FEE \$188.75                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                   | Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee<br>Make Check Payable To: FLORIDA DEPARTMENT OF STATE                                                                                                                              |                                                                                                       |
| 1. Name and Mailing Address of Limited Liability Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                   | DOCUMENT # L97000000223                                                                                                                                                                                                                          |                                                                                                       |
| Cardel Hotel Development L.C.<br>6700 SW 132nd Street<br>Miami, Florida 33156                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                   | 1a. Principal Place of Business Address<br><br>3255 NW 87th Avenue<br>Miami, Florida 33172                                                                                                                                                       |                                                                                                       |
| 2. Principal Place of Business<br>3255 NW 87th Ave<br>State, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 2a. Mailing Address<br>3255 NW 87th Avenue<br>Suite, Apt. #, etc. | 3. Date Organized or Qualified<br>5/12/97                                                                                                                                                                                                        | 3a. State of Formation<br>Florida                                                                     |
| City & State<br>Miami, Florida                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | City & State<br>Miami, Florida                                    | 4. FEI Number<br>650732037                                                                                                                                                                                                                       | <input type="checkbox"/> Applied For<br><input type="checkbox"/> Not Applicable                       |
| Zip<br>33172                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Zip<br>33172                                                      | 5. Date of Last Report<br>5/12/98                                                                                                                                                                                                                | 6. Certificate of Status Desired<br>50.75 Additional Fee Required <input checked="" type="checkbox"/> |
| 7. Name and Address of Current Registered Agent<br><br>Carlos J. Rodriguez<br>3255 NW 87th Avenue<br>Miami, Florida 33172                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                   | 8. Name and Address of New Registered Agent/Office<br>Name<br>DADE CORPORATE SERVICES, INC.<br>Street Address (P.O. Box Number is Not Acceptable)<br>2300 Coral Way<br>Suite, Apt. #, etc.<br>Suite 103<br>City<br>Miami<br>Zip Code<br>FL 33145 |                                                                                                       |
| 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 <u>Carlos J. Rodriguez, Sec. - Corporate</u> DATE <u>4/26/99</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                   |                                                                                                                                                                                                                                                  |                                                                                                       |
| 10. Title                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Managing Members/Managers                                         | Business Street Address                                                                                                                                                                                                                          | City, State and Zip Code                                                                              |
| MGR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Carlos J. Rodriguez                                               | 3255 NW 87th Avenue                                                                                                                                                                                                                              | Miami, FL 33172                                                                                       |
| MGR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Pamela C. Rodriguez                                               | 3255 NW 87th Avenue                                                                                                                                                                                                                              | Miami, FL 33172                                                                                       |
| MGR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Sonia Vargas                                                      | 3255 NW 87th Avenue                                                                                                                                                                                                                              | Miami, FL 33172                                                                                       |
| MGR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Woodson Brown                                                     | 3255 NW 87th Avenue                                                                                                                                                                                                                              | Miami, FL 33172                                                                                       |
| MGR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Benito Artinano                                                   | 3255 NW 87th Avenue                                                                                                                                                                                                                              | Miami, FL 33172                                                                                       |
| MGR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Ken Lanza                                                         | 3255 NW 87th Avenue                                                                                                                                                                                                                              | Miami, FL 33172                                                                                       |
| 200002867412--3<br>-05/07/99--01087--017<br>****197.50 ****197.50<br><u>CF</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                   |                                                                                                                                                                                                                                                  |                                                                                                       |
| 11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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: <u>Carlos J. Rodriguez</u> <u>4/26/99</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                   |                                                                                                                                                                                                                                                  |                                                                                                       |