


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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 10 PM 3:12

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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FILING FEE \$ 188.75	Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1. Name and Mailing Address of Limited Liability Company	DOCUMENT # L97000000498
CARHILL ENTERPRISES, L.C. 1033 EGRET'S WALK CIRCLE UNIT 103 NAPLES FL 34108	

1a. Principal Place of Business Address
1033 EGRET'S WALK CIRCLE UNIT 103 NAPLES FL 34108

2. Principal Place of Business	2a. Mailing Address	3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.	Suite, Apt. #, etc.	05/08/1997	FL
City & State	City & State	4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	59-3432839	
		5. Date of Last Report	6. Certificate of Status Desired
		03/18/1998	\$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
ZAKS, JOSEPH D 4501 TAMIAHI TRAIL N SUITE 300 NAPLES FL 34103	Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 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. Thereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent Signature is required when a new agent is appointed.)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	CARBONE, JERRY L	1033 EGRET'S WALK CIR UNIT	NAPLES FL
MGRM	CARBONE, MARY E	1033 EGRET'S WALK CIR UNIT	NAPLES FL
<p>0000002804670-4 -03/12/99--01094--007 ****188.75 ****188.75</p>			

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: Mary E. Carbone 3/8/99 941-594-0184
SIGNATURE AND TITLE OF OFFICER OR MANAGER OF LIMITED LIABILITY COMPANY FOR INFORMATION