

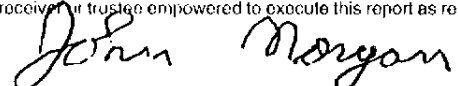


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS  98 MAY 22 PM 4:12	
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 American Superior Holding Company, L.C. 8669 N.W. 36th Street, Suite 100 Miami, FL 33166		DOCUMENT # L97000000772			
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 July 16, 1997 3a. State of Formation Florida 4. FEI Number 65-0781199 5. Date of Last Report 6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent William B. Graham Graham & Moody, P.A. 101 North Gadsden Street Tallahassee, FL 32301		8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 300002536993--2 Suite, Apt. #, etc. -05/27/98--01083--024 ***188.75 ***188.75 City FL Zip Code MA			
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 5/21/98			
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	William Van Meter	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGR	John D. Morgan	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGR	Timothy A. Renfro	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGR	Louis M. Berman	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGRM	Bruce A. Peters	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGR	William S. Latta	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGRM	Gregory Hudson	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
MGR	Vincent Berta	8669 N.W. 36th St., Ste. 100		Miami, FL 33166	
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: 		John MORGAN 4/29/98 305-592-9060			