
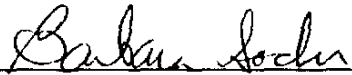


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS	
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 # L97000001037 LAST RESORT HOLDINGS, L.C. 4811 122ND DRIVE NORTH ROYAL PALM BEACH FL 33411		1a. Principal Place of Business Address 4811 122ND DRIVE NORTH ROYAL PALM BEACH FL 33411	
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 09/19/1997 4. FEI Number 65-6787458 5. Date of Last Report	3a. State of Formation FL <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 6. Certificate of Status Desired S175 Additional Fee Required <input type="checkbox"/>
7. Name and Address of Current Registered Agent FERGUSON, A J JR. 4811 122ND DRIVE NORTH ROYAL PALM BEACH FL 33411		8. Name and Address of New Registered Agent/Office 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. I hereby accept the appointment as registered agent, and accept the obligations.			
SIGNATURE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)		DATE _____	
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MRGM	FERGUSON, A J JR.	4811 122ND DRIVE NORTH	ROYAL PALM BEACH FL
MRGM	FERGUSON, DAWN	4811 122ND DRIVE NORTH	ROYAL PALM BEACH FL
MRGM	SOCHER, BARBARA R	4811 122ND DRIVE NORTH	ROYAL PALM BEACH FL
			600002514326--E -05/06/98--01134--023 ****188.75 ****188.75
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: 		4/14/98 561-586-3700	
SIGNATURE AND TYPE OF PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER		Date Daytime Phone #	