
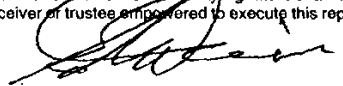


2nd and File on or before Sept. 29, 1999 or Limited Liability Company
FINAL NOTICE: will be dissolved.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED <i>WR 8/10</i> 99 AUG -9 AM 9:44 SECRETARY OF STATE TALLAHASSEE FLORIDA																	
FILING FEE \$ 588.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee + \$400.00 Late Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE																			
1. Name and Mailing Address of Limited Liability Company DOCUMENT # L97000001425 DESTINY YACHTS, L.C. 401 S.W. 1ST AVENUE FORT LAUDERDALE FL 33301		1a. Principal Place of Business Address 401 S.W. 1ST AVENUE FORT LAUDERDALE FL 33301																			
2. Principal Place of Business 2001 SW 20th St. Suite, Apt. #, etc.		2a. Mailing Address 2001 SW 20th St. Suite, Apt. #, etc.		3. Date Organized or Qualified 12/22/1997																	
City & State Ft. Lauderdale, FL		City & State Ft. Lauderdale, FL		3a. State of Formation FL																	
Zip 33315		Country USA		4. FEI Number 65-0809869 <input checked="" type="checkbox"/> APPLIED FOR																	
5. Date of Last Report 03/16/1998		6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required																			
7. Name and Address of Current Registered Agent MAASS, ROBB R ALLEY, MAASS, ROGERS & LINDSAY, P.A. 321 ROYAL POINCIANA PLAZA PALM BEACH FL 33480			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City <div style="text-align: center;">FL</div> 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 _____																					
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 10%;">10. Title</th> <th style="width: 30%;">Managing Members/Managers</th> <th style="width: 30%;">Business Street Address</th> <th style="width: 30%;">City, State and Zip Code</th> </tr> <tr> <td>MGR</td> <td>WEINER, EDWARD G</td> <td>600 GOLDEN HARBOR DRIVE</td> <td>BOCA RATON FL</td> </tr> <tr> <td>MGR</td> <td>SANDERS, G. THOMAS</td> <td>110 N. DIXIE HIGHWAY</td> <td>STUART FL</td> </tr> <tr> <td>MGR</td> <td>Leczyński, Janusz</td> <td>2001 SW 20th St.</td> <td>Ft. Lauderdale, FL</td> </tr> </table>						10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code	MGR	WEINER, EDWARD G	600 GOLDEN HARBOR DRIVE	BOCA RATON FL	MGR	SANDERS, G. THOMAS	110 N. DIXIE HIGHWAY	STUART FL	MGR	Leczyński, Janusz	2001 SW 20 th St.	Ft. Lauderdale, FL
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<div style="text-align: right;"> 200002962432--5 -08/17/99--01071--005 ****588.75 ****588.75 </div>																					
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:  <div style="float: right; text-align: right;"> 7/20/99 561-317-2656 </div>																					