
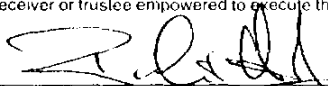


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		99 MAY -5 PM 3:57 TALLAHASSEE, FLORIDA	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
<b>1 Name and Mailing Address of Limited Liability Company</b>  DEMETER RESOURCE GROUP L.C. 9851 SOUTHWEST 2ND STREET PLANTATION FL 33324		<b>DOCUMENT # 198000000627</b>  <b>1a. Principal Place of Business Address</b>  9851 SOUTHWEST 2ND STREET PLANTATION FL 33324			
<b>2 Principal Place of Business</b>  Suite, Apt. #, etc.  City & State  Zip      Country		<b>2a. Mailing Address</b>  Suite, Apt. #, etc.  City & State  Zip      Country		<b>3. Date Organized or Qualified</b> 05/15/1998  <b>3a. State of Formation</b> FL  <b>4. FEI Number</b> 65-0835499  <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
<b>7. Name and Address of Current Registered Agent</b>  AMERILAWYER CHARTER, D  <b>DEMETER RESOURCE GROUP, L.C.</b>  <b>ROBERT S. HALPERN</b>  450 North Park Road, Suite 500      Tel: (954) 894-7755 Hollywood, Florida 33021      Fax: (954) 894-8923 Email: DEMRES@AOL.COM		<b>8. Name and Address of New Registered Agent/Office</b>  Name <b>Robert Halpern</b> Street Address (P.O. Box Number is Not Acceptable) 9851 SW 2nd Street Suite, Apt. #, etc.  City <b>Plantation</b> Zip Code <b>FL 33324</b>  I, the undersigned, being a duly authorized officer of the above-named limited liability company, submit this statement for the purpose of changing the registered agent and office of the company. I am authorized by affirmative vote of a majority of the members of the company to make this change. I hereby accept the appointment as registered agent and office of the company.			
<b>MGR ZELLER, MARTIN V</b>  <b>MGR HALPERN, ROBERT</b>		<b>Business Street Address</b>  9851 SW 2nd Street 9851 SOUTHWEST 2ND STREET  9851 SOUTHWEST 2ND STREET		<b>City, State and Zip Code</b>  PLANTATION FL  PLANTATION FL	
100002883131--0 -05/21/99--01117--002 ****188.75 ****188.75					
<b>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.</b>  <b>SIGNATURE:</b>  <b>954-894-7755</b>					