


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 Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
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 MORGANSTAR 35, L.C. 300 COURVOISIER CENTRE 501 BRICKELL KEY DRIVE MIAMI FL 33131-2623		DOCUMENT # L98000000810 <i>94-AR CM</i>	
1a. Principal Place of Business Address 301 COURVOISIER CENTRE 501 BRICKELL KEY DRIVE MIAMI FL 33131			
2. Principal Place of Business 501 Brickell Key Drive	2a. Mailing Address Same	3. Date Organized or Qualified 06/16/1998	3a. State of Formation FL
Suite, Apt. #, etc. Suite 301	Suite, Apt. #, etc.	4. FEI Number 84-1492292	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
City & State Miami, FL	City & State	5. Date of Last Report	6. Certificate of Status Desired <input checked="" type="checkbox"/> \$9.75 Additional Fee Required
Zip 33131-2623	Country Miami-Dade	Zip	Country
7. Name and Address of Current Registered Agent CRONIG, STEVEN C 8 BAILLEY HARPER CRONIG BAKER ET AL 300 COURVOISIER CENTRE/501 BRICKELL MIAMI FL 33131		8. Name and Address of New Registered Agent/Office Name Steven C. Cronig Street Address (P.O. Box Number is Not Acceptable) 501 Brickell Key Drive, #301 Suite, Apt. #, etc. Suite 301 City Miami Zip Code FL 33131-2623	
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, and the appointment of the registered agent, and accept the obligations. SIGNATURE <i>[Signature]</i> DATE 04/01/99 01042-018 ****188.75 ****188.75			
10. Title MGR	Managing Members/Managers MORGAN ENERGY CORPOR,	Business Street Address 1999 BROADWAY, SUITE 2450	City, State and Zip Code DENVER CO 80202
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: <i>[Signature]</i> 03/09/99 303 296 9270			