

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	06/22/99 11:00
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 DOCUMENT # L98000000848 LAKEWORTH INVESTORS, L.C. 4901 N. FEDERAL HIGHWAY, SUITE 400 FT. LAUDERDALE FL 33308		1a. Principal Place of Business Address 4901 N. FEDERAL HIGHWAY, SUI FT. LAUDERDALE FL 33308	
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 06/22/1998	3a. State of Formation FL
		4. FEI Number 65-0839907	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		5. Date of Last Report	6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required
7. Name and Address of Current Registered Agent CAROSELLA, JOE 4901 N. FEDERAL HIGHWAY, SUITE 400 FT. LAUDERDALE FL 33308		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 _____		DATE _____	
<small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when new agent.)</small>			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	CAROSELLA, JOE	4901 N. FEDERAL HIGHWAY, S	FT. LAUDERDALE FL
MGRM	RAY, J.G.	2406 HARPER STREET	JACKSONVILLE FL
		400002799144-03-09/99-01045-025-3 ****188.75 ****188.75 400002799144-03-09/99-01045-025-3 ****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)(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>Joe Carosella</i>		2/25/99 (954) 772-1544	
<small>SIGNATURE AND TITLE OR PRINTED NAME OF SIGNER - MANAGING MEMBER OR MANAGER</small>		<small>DATE</small>	