


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
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FILING FEE \$ 188.75	Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1 Name and Mailing Address of Limited Liability Company BRANDYWINE RENTALS, LLC 9301 S.W. 92ND AVE., UNIT A MIAMI FL 33176	DOCUMENT # L98000001183
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1a. Principal Place of Business Address 9301 S.W. 92ND AVE., UNIT A MIAMI FL 33176

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 07/23/1998	3a. State of Formation FL
		4. FEI Number XXXXXXXXXXXXXXXXXX	<input type="checkbox"/> Applied For <input checked="" type="checkbox"/> Not Applicable
		5. Date of Last Report	6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent JENNINGS, MILTON S 9301 S.W. 92ND AVE., UNIT A MIAMI FL 33176	8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 200002899302 Suite, Apt. #, etc. 06/09/99 01038-034 ***188.75 ***188.75 City FL Zip Code
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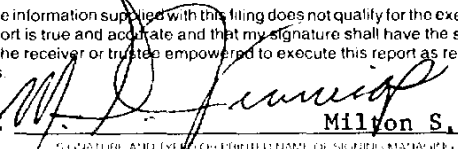
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (FEE: If a new Agent is appointed, a separate fee is required when filing this statement.)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	JENNINGS, MILTON S	9301 S.W. 92ND AVE., UNIT	MIAMI FL

6-3-99

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:  **Milton S. Jennings** 2/19/99 (305)273-7355

(2)

Law Offices
D. Justin Niles, P.A.

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May 26, 1999

Shawn Logan, Documents Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Brandywine Rentals, LLC
Reference Number: L98000001183

Dear Mr. Logan:

This letter shall serve to confirm our telephone conversation of today. As I had advised you, Brandywine Rentals, LLC does not have a Federal Employer Identification Number. Our tax counsel has advised us that under the "check the box" regulations, a wholly owned domestic owned LLC, for which an election to be treated as a corporation is not made, is to be ignored for Federal income tax purposes. Accordingly, we have checked the box "not applicable" on the Annual Report. If you have any further questions regarding this matter, please feel free to contact the undersigned.

Very truly yours,



D. Justin Niles

Enclosure
DJN/gft
cc: Ms. Carolyn E. Eckroade