


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
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 APR 23 AM 8:22

<b>FILING FEE</b> \$ 188.75	<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>
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1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT # L98000001246</b> <b>MIRAMAR FLEXSPACE LLC</b> <b>1400 NORTHWEST 107TH AVENUE</b> <b>MIAMI FL 33172-2704</b>
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1a. Principal Place of Business Address <b>1400 NORTHWEST 107TH AVENUE</b> <b>MIAMI FL 33172</b>
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2. Principal Place of Business <b>1400 NW 107th Avenue</b> Suite, Apt. #, etc. <b>City &amp; State</b> <b>Miami, FL</b> Zip <b>33172</b> Country <b>Miami-Dade</b>	2a. Mailing Address <b>1400 NW 107th Avenue</b> Suite, Apt. #, etc. <b>City &amp; State</b> <b>Miami, FL</b> Zip <b>33172</b> Country <b>Miami-Dade</b>
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3. Date Organized or Qualified <b>07/28/1998</b>	3a. State of Formation <b>FL</b>
4. FEI Number <b>65-0852386</b>	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Date of Last Report	6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent <b>LEVY, JOEL</b> <b>1400 NORTHWEST 107TH AVENUE</b> <b>MIAMI FL 33172</b>
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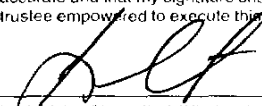
8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City <b>400002856954</b> <b>-04/29/99--01094--019</b> <b>****188.75 ****188.75</b> <b>FL</b>
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9. Pursuant to the provisions 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) (Name of Agent/Secretary/Manager/Member/Partner/Officer)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
<b>MGRM</b>	<b>AP-ADLER SPV, LTD.</b>	<b>1400 NORTHWEST 107TH AVENUE</b>	<b>MIAMI FL</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.

SIGNATURE:  **4/15/99 (303) 322-4081**

INHSE10 R (12-98) Luis Arzozarieta, Secretary/Treasurer of Adler Spv, Ltd. Inc. as general partner of managing member