
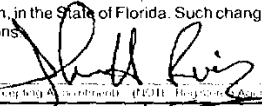
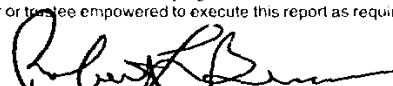


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 99 MAR 17 AM 8:18 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
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 ARC HOLDINGS GROUP, LLC 3975 NORTHWEST 24TH STREET MIAMI FL 33142		DOCUMENT # L98000001443 1a. Principal Place of Business Address 3975 NORTHWEST 24TH STREET MIAMI FL 33142			
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 08/14/1998 4. FEI Number 65-0869229 5. Date of Last Report	
				3a. State of Formation FL <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent AMERILAWYER, 343 ALMERIA AVENUE CORAL GABLES FL 33134			8. Name and Address of New Registered Agent/Office Name John H Ruiz, Esq. Street Address (P.O. Box Number is Not Acceptable) 198 North Douglas Rd Suite, Apt. #, etc. City MIAMI FL Zip Code 33125		
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 3/09/99		
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	BROWN, ROBERT L	3975 NORTHWEST 24TH STREET		MIAMI FL	
MGR	SULLIVAN, JOSEPH M	3975 NORTHWEST 24TH STREET		MIAMI FL	
4000002821084--3 -03/26/99--01134--024 ****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: 		2-18-99 (305) 445-5550			