


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 SECRETARY OF STATE DIVISION OF CORPORATIONS 03 MAY -3 PM 2:01 with 5/5																	
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 # 198000001910 BEVERLY SASSOON INTERNATIONAL, L.L.C. C/O FREUND & BRACKEY LLP 427 NORTH CAMDEN DRIVE, 2ND FLOOR BEVERLY HILLS CA 90210		1a. Principal Place of Business Address 670-FREUND-&-BRACKEY-LLP 427-NORTH-CAMDEN-DRIVE, 2ND BEVERLY-HILLS-CA-90210																			
2 Principal Place of Business 501 Brickell Key Dr. Suite, Apt. #, etc. Ste.-505 City & State Miami, Fl Zip 33131		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country USA		3. Date Organized or Qualified 09/18/1998 3a. State of Formation FL 4. FEI Number 65-0873765 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable																	
5. Date of Last Report N/A		6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required																			
7. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code FL																		
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 re-appointing.</small>																					
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>10. Title</th> <th>Managing Members/Managers</th> <th>Business Street Address</th> <th>City, State and Zip Code</th> </tr> </thead> <tbody> <tr> <td>MGRM</td> <td>SASSOON, ELAN</td> <td>4738 ACQUEDUCT 501 Brickell Key Dr., Ste. 505</td> <td>ENCINO, CA Miami, FL</td> </tr> <tr> <td>MGRM</td> <td>SASSOON, BEVERLY</td> <td>501 Brickell Key Dr., Ste. 505</td> <td>Miami, FL</td> </tr> <tr> <td>MGRM</td> <td>LAMBERT, PAUL</td> <td>501 Brickell Key Dr., Ste. 505</td> <td>Miami, FL</td> </tr> </tbody> </table>						10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code	MGRM	SASSOON, ELAN	4738 ACQUEDUCT 501 Brickell Key Dr., Ste. 505	ENCINO, CA Miami, FL	MGRM	SASSOON, BEVERLY	501 Brickell Key Dr., Ste. 505	Miami, FL	MGRM	LAMBERT, PAUL	501 Brickell Key Dr., Ste. 505	Miami, FL
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code																		
MGRM	SASSOON, ELAN	4738 ACQUEDUCT 501 Brickell Key Dr., Ste. 505	ENCINO, CA Miami, FL																		
MGRM	SASSOON, BEVERLY	501 Brickell Key Dr., Ste. 505	Miami, FL																		
MGRM	LAMBERT, PAUL	501 Brickell Key Dr., Ste. 505	Miami, FL																		
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), 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: <u>Beverly Sassoon</u> Beverly Sassoon 04/28/99 (310)247-2165																					