


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 8:19 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		DOCUMENT # L98000002146		1a. Principal Place of Business Address	
RTD BEVERAGE, L.C. 1201 PLACETAS AVENUE CORAL GABLES FL 33146				1201 PLACETAS AVENUE CORAL GABLES FL 33146	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		10/05/1998	
City & State		City & State		4. FEI Number 65-0868536	
Zip		Country		5. Date of Last Report N/A	
				3a. State of Formation FL <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office			
GAVIRIA, ANDRES 1201 PLACETAS AVENUE CORAL GABLES FL 33146		Name Street Address (P.O. Box Number, if applicable) 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 2-22-99	
(Registered Agent Signature Required for Change of Registered Agent)					
10. Title		Managing Members/Managers		Business Street Address	
MGRM		COFFEECOL, INC.		1201 PLACETAS AVENUE	
MGRM		U.S. BEVERAGE HOLDINGS		50 OAK CREST ROAD	
				CORAL GABLES FL WEST ORANGE NJ	
				0000002819980-001 -03/26/99--01068--001 ****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)(j), 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:		ANDRES GAVIRIA		305. 665.5774 2-22-99	
SIGNATURE AND TITLE OF REGISTERED AGENT OR SECRETARY OF STATE (REQUIRED FOR CHANGE OF REGISTERED AGENT)					