

2nd and
FINAL NOTICE: File on or before Sept. 29, 1999 or Limited Liability Company will be dissolved.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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FILING FEE \$ 588.75	Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee + \$400.00 Late Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1. Name and Mailing Address of Limited Liability Company	DOCUMENT # L98000002410
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PSM-OUT-I, LLC
C/O GUNSTER, YOAKLEY, VALDES-FAULI & STEWA
2 S. BISCAYNE BLVD., SUITE 3400
MIAMI FL 33131

1a. Principal Place of Business Address
C/O GUNSTER, YOAKLEY, VALDES
2 S. BISCAYNE BLVD., SUITE 3
MIAMI FL 33131

2. Principal Place of Business	2a. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip	Country

3. Date Organized or Qualified	3a. State of Formation
10/27/1998	FL
4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
13-4030760	
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	8. Name and Address of New Registered Agent/Office
EISENSTADT, DAVID LEE 419 W. 49TH STREET HIALEAH FL 33012	Name Street Address (P.O. Box Number is Not Acceptable) 300003023143--2 Suite, Apt. #, etc. -10/25/99--01006--005 ****588.75 ****588.75 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
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10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	PHILIPS INTERNATIONAL	417 FIFTH AVENUE	NEW YORK NY

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:	PHILIPS INTERNATIONAL REALTY L.P. MEMBER BY: PHILIP S. HARRIS, SECRETARY DATE: 9/30/99
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