File on of before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE LIMITED LIABILITY COMPANY FLORIDA DEPARTMENT OF STATE Katherine Harris ANNUAL RÉPORT Secretary of State 99 MAR 11 AM 10: 23 1999 DIVISION OF CORPORATIONS FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee \$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE Name and Mailing Address of Limited Liability Company **DOCUMENT #** 198000002782 1a. Principal Place of Business Address WF HOLDINGS, L.L.C. 363 ATLANTIC BLVD., SUITE 3 363 ATLANTIC BLVD., SUITE 3 ATLANTIC BEACH FL 32233 ATLANTIC BEACH FL 32233 2 Principal Place of Business 2a. Mailing Address 3. Date Organized or Qualified | 3a. State of Formation 363 Atlantic Blvd. 363 Atlantic Blvd. 11/19/1998 FL Suite, Apt. #, etc. Suite, Apt. #, etc. 4. FEI Number Applied For Suite 3-A Suite 3-A City & State City & State 59-3543563 Not Applicable Atlantic Beach, FL Atlantic Beach, FL 5. Date of Last Report 6. Certificate of Status Desired Country \$8.75 Additional Fee Required 32233 US 32233 US 7. Name and Address of Current Registered Agent B. Name and Address of New Registered Agent/Office Name FAIRBANKS, RANDAL C 217 PONTE VEDRA PARK DRIVE, SUITE 20 Street Address (P.O. Box Number is Not Acceptable) PONTE VEDRA BEACH FL 32082 Suite Apt #, etc. City 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 _ (Registered Agent Accepting Appointment). (NOTE: Registered Agent signature respect when recent than **Business Street Address** City, State and Zip Code 10. Title Managing Members/Managers FERBER, PAUL S 363 ATLANTIC BLVD., SUITE MGR ATLANTIC BEACH FL MGR WALLACE, WILLIAM L 363 ATLANTIC BLVD., SUITE ATLANTIC BEACH FL 300002805985-- 8 - 03/15/39--01102--003 ****197.50 ****197.50 11. I do hereby certify that the inforg upplied with this filing does not qualify for the exemption slated in Section 1 19.07(3) (i), Florida Statutes. If urther certify that the information indicated on this annual report is thus and accurate and that my signature shall have the same legal effect as if made under eath, that I am a managing member or manager of the limited liability company or the repeived 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 limited liability company or the receive attachment with an address.

SIGNATURE AND TYPE COR PROTED HAMS OF SIGNING MANAGING MEMBER OR NAVAGER

INHSE10 R (12-98)

SIGNATURE: