

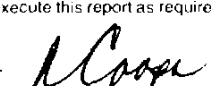


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>1999</b>		 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		FILED APR 16 PM 5:00 SECRETARY OF STATE	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
<b>1. Name and Mailing Address of Limited Liability Company</b> <b>DOCUMENT # L98000002797</b>  SECURITY IMPACT GLASS HOLDINGS, L.L.C. 1555 PALM BEACH LAKES BLVD., SUITE 1100 WEST PALM BEACH FL 33401		<b>1a. Principal Place of Business Address</b>  1555 PALM BEACH LAKES BLVD., WEST PALM BEACH FL 33401			
<b>2. Principal Place of Business</b>  Suite, Apt. #, etc.  City & State  Zip      Country		<b>2a. Mailing Address</b> P O Box 3267  Suite, Apt. #, etc.  City & State West Palm Beach Fl  Zip      Country 33402      Palm Beach		<b>3. Date Organized or Qualified</b> 11/13/1998  <b>3a. State of Formation</b> FL  <b>4. FEI Number</b> 65-0875151  <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
		<b>5. Date of Last Report</b>		<b>6. Certificate of Status Desired</b> <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
<b>7. Name and Address of Current Registered Agent</b>  GAMMON, NANNETTE 1555 PALM BEACH LAKES BLVD., SUITE 1 WEST PALM BEACH FL 33401			<b>8. Name and Address of New Registered Agent/Office</b> Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc.      600002848206 City      04/22/99 - 01111 - 001 *****197.50 FL      Zip Code		
<b>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.</b>					
SIGNATURE _____			DATE _____		
<small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature is required when requesting change)</small>					
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>	<b>City, State and Zip Code</b>		
MGR	INTERNATIONAL GROUP IN	762 RIDER ROAD	BOYNTON BEACH FL		
MGR	GLASSTONE COMPANY,	1555 PALM BEACH LAKES BLVD	WEST PALM BEACH FL		
					
<b>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.</b>					
SIGNATURE: GlasStone Company - 		3/18/99		561/686-2000	