
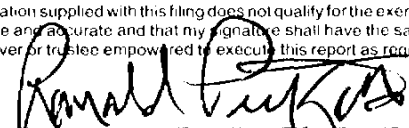


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS	
<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>	
1. Name and Mailing Address of Limited Liability Company <b>CAPE DEVELOPMENT OF GULF COUNTY, L.L.C.</b> <b>5540 CAPE SAN BLAS ROAD</b> <b>PORT ST. JOE FL 32456</b>		DOCUMENT # <b>L98000002832</b>	
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip		2a. Mailing Address Suite, Apt. #, etc. City & State Zip	
3. Date Organized or Qualified <b>11/24/1998</b>		3a. State of Formation <b>FL</b>	
4. FEI Number <b>59-3540537</b>		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report		6. Certificate of Status Desired <b>\$8.75 Additional Fee Required</b> <input type="checkbox"/>	
7. Name and Address of Current Registered Agent <b>COSTIN, CHARLES A</b> <b>413 WILLIAMS AVENUE</b> <b>PORT ST. JOE FL 32456</b>		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 <b>FL</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. SIGNATURE _____ DATE _____ <small>(If person: Agent Accepting Appointment) (If LLC: Registered Agent to perform required duties in Florida)</small>			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	S & S PROPERTIES, INC.	5540 CAPE SAN BLAS ROAD	PORT ST. JOE FL
MGRM	PICKETT, RONALD B	212 GAUTIER MEMORIAL LANE	PORT ST. JOE FL
MGRM	KENNEDY, WILLIAM J	5499 SAN BAR DRIVE	PORT ST. JOE FL
			<b>1000002842841-4</b> <b>04/16/99-01101-011</b> <b>****188.75 ****188.75</b> <b>TAC. APR 16 1999</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:</b>  <b>4/5/99 88/229-6914</b>			