

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

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 MAR -1 AM 10:36

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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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 # L98000003167 BMS NORTH BAY VILLAGE, L.L.C. 5901 SW 74TH STREET, SUITE 205 SOUTH MIAMI FL 33143	<i>GA-AR CM</i>
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1a. Principal Place of Business Address 5901 SW 74TH STREET, SUITE 2 SOUTH MIAMI FL 33143

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 12/14/1998	3a. State of Formation FL
		4. FEI Number 52-2142252	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		5. Date of Last Report	6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent EMO CORPORATE SERVICES, INC. 100 N.E. 3RD AVENUE, SUITE 1100 FORT LAUDERDALE FL 33301
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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 FL
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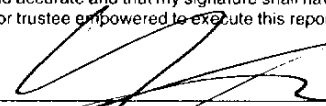
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when filing change)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	BROWN, VICTOR	5901 SW 74TH STREET, SUITE	SOUTH MIAMI FL
MGRM	BROWN, DAVID	5901 SW 74TH STREET, SUITE	SOUTH MIAMI FL
MGRM	BROWN, STEVEN	5901 SW 74TH STREET, SUITE	SOUTH MIAMI FL

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 ****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:  2/16/99 305-665-8885
SIGNATURE AND TITLE OF REGISTERED AGENT OR SECRETARY OF STATE