

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 Katherine Harris Secretary of State DIVISION OF CORPORATIONS
--	--

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 # L98000003289 IRMS PEO SOLUTIONS, L.L.C. 3200 BAILEY LANE, SUITE 105 NAPLES FL 34105
--

FILED
 99 MAY 20 AM 9:25
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

1a. Principal Place of Business Address 3200 BAILEY LANE, SUITE 105 NAPLES FL 34105

2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	3. Date Organized or Qualified 12/17/1998	3a. State of Formation FL
		4. FEI Number <input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	5. Date of Last Report
		6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	

7. Name and Address of Current Registered Agent MCARDLE, MICHAEL W 850 PARK SHORE DRIVE TRANON CENTER, THIRD FLOOR NAPLES FL 34103
--

B. Name and Address of New Registered Agent/Office Name GEORGE C. SCHMELZLE Street Address (P.O. Box Number is Not Acceptable) 3200 BAILEY LANE, #105 Suite, Apt. #, etc. NAPLES City Zip Code FL 34105
--

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 *George C. Schmelzle* DATE 4/28/99

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	SCHMELZLE, GEORGE C	3200 BAILEY LANE, SUITE 105	NAPLES FL

700002892357
 -06/02/99--01042--006
 ****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) (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: *George C. Schmelzle* DATE 4/28/99