
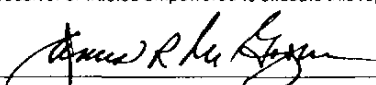


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 99 APR 22 PM 2:08	
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 YATES ROYALTY PARTNERS, L.L.C. 1151 S.W. 30TH STREET, SUITE E P.O. BOX 1938 PALM CITY FL 34991-6938				DOCUMENT # L98000003380	
2. Principal Place of Business 1151 SW 30TH STREET Suite, Apt. #, etc. SUITE E City & State PALM CITY, FLORIDA Zip 34990 Country US				2a. Mailing Address PO Box 1938 Suite, Apt. #, etc. City & State PALM CITY, FLORIDA Zip 34991-6938 Country US	
3. Date Organized or Qualified 12/24/1998				3a. State of Formation FL	
4. FEI Number 65-0897530				<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report N/A				6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent HRAWG CORP., 2000 GLADES ROAD, SUITE 400 BOCA RATON FL 33431				8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 100002854111-7 Suite, Apt. #, etc. 04/27/99-01095-002 ****188.75 ****188.75 City FL Zip Code 34904	
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>(Registered Agent Accepting Appointment) (NOTE: Registered Agent's signature required when changing)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	BRADLEY, GEORGE C	1215 SADLER DR.		CARLISLE PA	
MGRM	REED, GORDON S	555 INTERNATIONAL DR.		WILLIAMSVILLE NY	
MGRM	REED, THOMAS C	1410 ALEXANDER VALLEY ROAD		HEALDSBURG CA	
MGRM	STRETER, STEPHEN M	1200 HUMBOLDT #1101		DENVER-CA- CO	
MGRM	REED, KAY R	1410 ALEXANDER VALLEY ROAD		HEALDSBURG CA	
MGR	MCGOOGAN, JAMES R.	1151 SW 30TH STREET, SUITE E		PALM CITY, FL	
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: 		4-20-99 (561)220-4333			