
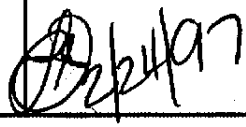
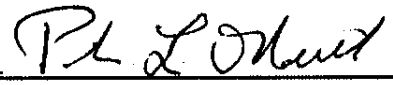


FILE NOW: Fee after May 1, will be \$588.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS		FILED 97 FEB 25 PM 2:55 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company PONJEB III, L.L.C. LIMITED COMPANY C/O CARCO GROUP, INC. 17 FLOWERFIELD INDUSTRIAL PARK ST. JAMES NY 11780		DOCUMENT # M95000000228		1a. Principal Place of Business Address C/O CARCO GROUP, INC. 17 FLOWERFIELD INDUSTRIAL PAR ST. JAMES NY 11780	
<small>If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.</small>					
2. Principal Place of Business Same		2a. Mailing Address Suite, Apt. #, etc.		3. Date Organized or Qualified 08/02/1995 3a. State of Formation NJ	
Suite, Apt. #, etc.		City & State		4. FEI Number 11-3274255 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
City & State		City & State		5. Date of Last Report 03/08/1996 6. Certificate of Status Desired <input type="checkbox"/> <small>See 7. Additional Fee Required</small>	
Zip		Country		6. Certificate of Status Desired <input type="checkbox"/> <small>See 7. Additional Fee Required</small>	
7. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, 1201 HAYS STREET, SUITE 105 TALLAHASSEE FL 32301			8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code		
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 signature required when reinstating)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	O'NEILL, PETER L	C/O 17 FLOWERFIELD INDUSTR		ST. JAMES NY	
MGRM	BEASLEY, JAMES E	C/O 17 FLOWERFIELD INDUSTR		ST. JAMES NY	
3000002098069--5 -02/26/97--01006--019 ****203.75 ****203.75 					
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: <u>Peter L. O'Neill</u>  02/14/1997 516.862.9300 <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #</small>					