


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 99 MAR 22 PM 12: 06 SECRETARY OF STATE TALLAHASSEE, FLORIDA																	
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 HEATH & RUEGGE, LLC 519 DUVAL STREET KEY WEST FL 33040				DOCUMENT # M96000000038																	
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 02/06/1996 4. FEI Number 58-2201322 5. Date of Last Report 05/04/1998																	
				3a. State of Formation GA <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable																	
7. Name and Address of Current Registered Agent RUEGGE, WILLIAM G 579 DUVAL STREET KEY WEST FL 33040				8. Name and Address of New Registered Agent/Office Name <i>Ronald A. Barker</i> 188.75 Street Address (P.O. Box Number is Not Acceptable) <i>3 Hobatus Drive</i> Suite, Apt. #, etc. City <i>Key West</i> FL Zip Code <i>33040</i>																	
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 <i>Ronald A. Barker</i> <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when resubmitting)</small>				DATE <i>3-11-99</i>																	
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">10. Title</th> <th style="width: 30%;">Managing Members/Managers</th> <th style="width: 30%;">Business Street Address</th> <th style="width: 30%;">City, State and Zip Code</th> </tr> </thead> <tbody> <tr> <td>MGRM</td> <td>RUEGGE, WILLIAM G</td> <td>519 DUVAL STREET</td> <td>KEY WEST FL</td> </tr> <tr> <td>MGRM</td> <td>HEATH, DAVID C</td> <td>416 E. PACES FERRY ROAD</td> <td>ATLANTA GA</td> </tr> <tr> <td>MGRM</td> <td>JACKSON, DEBORAH C</td> <td>809 FLEMING STREET</td> <td>KEY WEST FL</td> </tr> </tbody> </table>						10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code	MGRM	RUEGGE, WILLIAM G	519 DUVAL STREET	KEY WEST FL	MGRM	HEATH, DAVID C	416 E. PACES FERRY ROAD	ATLANTA GA	MGRM	JACKSON, DEBORAH C	809 FLEMING STREET	KEY WEST FL
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				R000002920348--1 -04/02/99--01090--012 ****188.75 ****188.75 <i>dec</i>																	
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: <i>William G. Ruegge</i> <small>SIGNATURE REQUIRED FOR FILING IS NAME OF SIGNING MANAGER, AN OFFICIAL OR MANAGER</small>				<i>3-17-99 305-296-5105</i> <small>Date (Signature Required)</small>																	