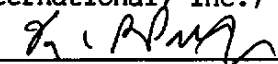


FILE NOW: Fee after May 1, will be \$588.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS		FILED 97 FEB 10 PM 3:01 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 BSW CONSTRUCTION SERVICES, L.L.C. ONE WEST THIRD STREET, SUITE 100 TULSA OK 74103-3505		DOCUMENT # M96000000086 1a. Principal Place of Business Address ONE WEST THIRD STREET, SUITE TULSA OK 74103			
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.				3. Date Organized or Qualified 03/20/1996	
2. Principal Place of Business Suite, Apt. #, etc. Suite 100 City & State Zip		2a. Mailing Address Suite, Apt. #, etc. City & State Zip		3a. State of Formation OK 4. FEI Number 73-1485401 5. Date of Last Report N/A	
7. Name and Address of Current Registered Agent C T CORPORATION SYSTEM % CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		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 _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)					
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code		
MGRM	BSW INTERNATIONAL, INC	ONE WEST THIRD ST., SUITE Suite 100	TULSA OK 74103-3505		
MGR	SANDLAND, STEPHEN P	ONE WEST THIRD ST., SUITE Suite 100	TULSA OK 74103-3505		
			800002084918--0 -02/12/97--01027--012 ****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: By:  Frank R. Patton, Jr. VP 1/24/97 918/582-8771 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #					