


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

<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>1999</b>		 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		<b>FILED</b> <b>99 MAR 19 PM 3: 09</b> SECRETARY OF STATE TALLAHASSEE, FLORIDA	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
<b>1. Name and Mailing Address of Limited Liability Company</b> <b>DOCUMENT # M96000000219</b> <b>ASHLEY AVERY'S COLLECTABLES RETAIL LIMITED</b> <b>LIABILITY COMPANY</b> <b>100 GLENBOROUGH, SUITE 1450</b> <b>HOUSTON TX 77067</b>		<b>1a. Principal Place of Business Address</b> <b>100 GLENBOROUGH, SUITE 1450</b> <b>HOUSTON TX 77067</b>			
<b>2. Principal Place of Business</b> Suite, Apt. #, etc. City & State Zip      Country		<b>2a. Mailing Address</b> Suite, Apt. #, etc. City & State Zip      Country		<b>3. Date Organized or Qualified</b> <b>06/21/1996</b> <b>3a. State of Formation</b> <b>TX</b> <b>4. FEI Number</b> <b>76-0450258</b> <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable <b>5. Date of Last Report</b> <b>04/20/1998</b> <b>6. Certificate of Status Desired</b> <input type="checkbox"/> \$8.75 Additional Fee Required	
<b>7. Name and Address of Current Registered Agent</b> <b>CT CORPORATION SYSTEM</b> <b>1200 SOUTH PINE ISLAND ROAD</b> <b>PLANTATION FL 33324</b>			<b>8. Name and Address of New Registered Agent/Office</b> Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City <div style="text-align: right;"> <b>500002824415</b>  <b>-03/30/99--01097--016</b>  <b>FL</b> </div>		
<b>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.</b>					
SIGNATURE _____			DATE _____		
<small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent Signature Required when Reinstating)</small>					
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>		<b>City, State and Zip Code</b>	
MGR	AVERY, MARK	100 GLENBOROUGH DR., 14TH		HOUSTON TX	
MGR	JONES, JOHN W	100 GLENBOROUGH DR., 14TH		HOUSTON TX	
MGR	AVERY, KATHY	100 GLENBOROUGH DR., 14TH		HOUSTON TX	
MGR	LOWREY, STEVEN	100 GLENBOROUGH DR., 14TH		HOUSTON TX	
<div style="position: relative;"> <span style="position: absolute; left: 50%; transform: translate(-50%, -50%); font-size: 2em;">3-25-99</span> </div>					
<b>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.</b>					
<b>SIGNATURE:</b> <i>Mark Avery</i>		<i>Mark Avery</i>		<b>3-16-99</b>	
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>					