
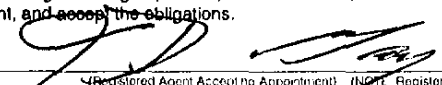
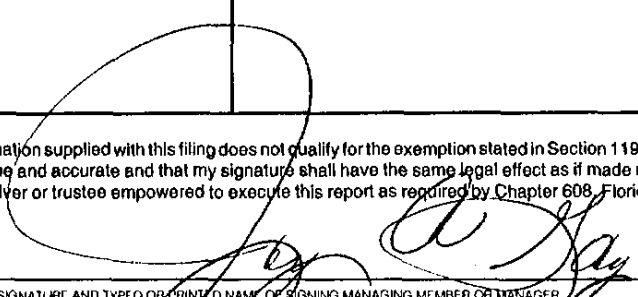


**FILE NOW: Fee after May 1, will be \$588.75**

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS		<div style="font-size: 2em; font-weight: bold; opacity: 0.5;">FILED</div> <div style="font-size: 1.2em; font-weight: bold;">97 MAR 31 AM 9:03</div> <div style="font-size: 0.8em; font-weight: bold;">SECRETARY OF STATE TALLAHASSEE FLORIDA</div>	
<b>FILING FEE</b> <b>\$ 203.75</b>		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
1. Name and Mailing Address of Limited Liability Company		<b>DOCUMENT #M96000000221</b>			
AMERICAN AQUA-TECH, LLC 8705 SHOAL CREEK, SUITE 107A AUSTIN TX 78757		1a. Principal Place of Business Address 8705 SHOAL CREEK, SUITE 107A AUSTIN TX 78757			
If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.					
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		06/25/1996	TX
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Zip		74-2778403	5. Date of Last Report
Country		Country		<input type="checkbox"/> \$8.75 Additional Fee Required	6. Certificate of Status Desired
7. Name and Address of Current Registered Agent			8. Name and Address of New Registered Agent		
GAY, JERRY D 7146 W. HAVERHILL RD. WEST PALM BEACH FL 33407			Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City		
			<b>FL</b>		
			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 <u>3-26-97</u>		
<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
MGR	GAY, JOY A		8705 SHOAL CREEK, SUITE 10		AUSTIN TX
MGR	GAY, JERRY D		8705 SHOAL CREEK, SUITE 10		AUSTIN TX
900002130689--C -04/01/97--01109--009 ****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: 			Date <u>3/26/97</u> Daytime Phone # <u>800-696-4080</u>		
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>					