

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
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 22 PM 3: 27

FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
\$ 188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M97000000052
PRICewaterhouseCOOPERS INVESTMENT ADVISERS LLC
200 SOUTH BISCAYNE BLVD.
MIAMI FL 33131

1a. Principal Place of Business Address

200 SOUTH BISCAYNE BLVD.
MIAMI FL 33131

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		Suite, Apt. #, etc.		02/11/1997	DE
City & State		City & State		4. FEI Number	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip		Zip		5. Date of Last Report	6. Certificate of Status Desired
				04/21/1998	\$8.75 Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office	
CORPORATION SERVICE COMPANY 1201 HAYS STREET TAILHAASSEE FL 32301		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code FL	

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) (If NE, Registered Agent Signature required when recorded)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	BRIN, RICHARD H	200 SOUTH BISCAYNE BLVD.	MIAMI FL
MGR	CUMMINS, RICHARD M	1301 AVENUE OF THE AMERICA	NEW YORK NY
MGR	Michael Kennedy		
MGR	Bernard Palmer		
MGR	Allen I. Young		

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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: Bernard Palmer March 15, 1999 212-259-2743
SIGNATURE AND TYPE OF OFFICIAL (PARTNER, OR SECRETARY, MANAGING MEMBER OR MEMBER) REQUIRED