


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS  98 MAY 26 AM 11:07	
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		DOCUMENT # M97000000072		1a. Principal Place of Business Address	
USE GEOTHERMAL, L.L.C. 515 NORTH FLAGLER DRIVE, SUITE 202 WEST PALM BEACH FL 33401				515 NORTH FLAGLER DRIVE, SUITE 202 WEST PALM BEACH FL 33401	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc. SUITE 702		Suite, Apt. #, etc. SUITE 702		02/20/1997	
City & State		City & State		4. FEI Number	
				65-0710744	
Zip		Country		5. Date of Last Report	
				6. Certificate of Status Desired	
				<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable \$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		
CAREY, DIANE E 515 NORTH FLAGLER DRIVE, SUITE 202 WEST PALM BEACH FL 33401			Name SUZANNE ALBRIGHT Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. SUITE 702 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 <i>Suzanne Albright</i> (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)			DATE 5/22/98		
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	ROSEN, THEODORE	515 NORTH FLAGLER DRIVE, SUITE 702		WEST PLAM BEACH FL 33401	
MGR	NELSON, RICHARD H	515 NORTH FLAGLER DRIVE, SUITE 702		WEST PLAM BEACH FL 33401	
MGR	MOODY, RONALD	515 NORTH FLAGLER DRIVE, SUITE 702		WEST PLAM BEACH FL 33401	
800002545958--9 -06/03/98--01053--012 ****188.75 ****188.75 <i>OK</i> <i>5-27</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:

*RICHARD H. NELSON*

5/7/98

561-820-9779

SIGNATURE AND PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER

Date

Daytime Phone #

# USENERGYSYSTEMSinc

May 7, 1998

Florida Department of State  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

Re: USE Geothermal, LLC FEI 65-0710744  
Steamboat Geothermal, LLC FEI 65-0710741

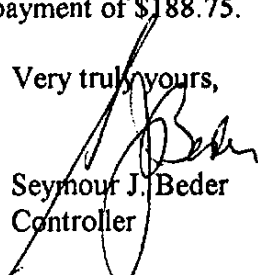
Ladies/Gentlemen:

The enclosed Annual Report forms for Limited Liability Companies was delivered to us today. The fact that we moved last year from suite 202 to suite 702 even within the same building has been a problem to the Post Office.

Mail in this building is kept in main floor boxes, and apparently these were in the box for suite 202 and not noticed until another firm moved into that suite.

We are therefore filing each today with the regular payment of \$188.75.

Very truly yours,

  
Seymour J. Beder  
Controller