
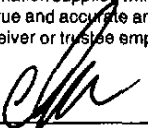


File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1998		 FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS	FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 98 MAR -6 PM 1:07 <i>4219</i>
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 # M97000000783 CLUB REALTY INTERNATIONAL, LLC 100 BAYVIEW CIRCLE, SUITE 4000 NEWPORT BEACH CA 92660		1a. Principal Place of Business Address 100 BAYVIEW CIRCLE, SUITE 40 NEWPORT BEACH CA 92660	
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country	
3. Date Organized or Qualified 11/26/1997		3a. State of Formation DE	
4. FEI Number 58-2356950 APPLIED FOR		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
5. Date of Last Report N/A		6. Certificate of Status Desired <input type="checkbox"/> SB 75 Additional Fee Required	
7. Name and Address of Current Registered Agent ROSEN, LAWRENCE N 2925 AVENTURA BLVD., SUITE 308 AVENTURA FL 33180		8. Name and Address of New Registered Agent/Office 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 _____ <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
MGRM	YI, CHINYOL	100 BAYVIEW CIRCLE, SUITE	NEWPORT BEACH CA
MGRM	YI, KYONG HUI	100 BAYVIEW CIRCLE, SUITE	NEWPORT BEACH CA
MGRM	WELCH, LOUIS	100 BAYVIEW CIRCLE, SUITE	NEWPORT BEACH CA
600002452886--5 -03/10/98--01090--018 ****188.75 ****188.75			
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:  CHINYOL YI		3/2/98 (714) 509-2500 Date Daytime Phone #	