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

ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

FILED 98 APR 15 AM 9: 12

FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee \$188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE SECRETARY OF STATE TALLAHASSEE, FLORIDA Name and Mailing Address
of Limited Liability Company DOCUMENT # M97000000787 1a. Principal Place of Business Address WESTBROOK CAPITAL, L.L.C. 599 LEXINGTON AVENUE, SUITE 3800 599 LEXINGTON AVENUE, SUITE NEW YORK NY 10022 NEW YORK NY 10022 3. Date Organized or Qualified 3a. State of Formation 2. Principal Place of Business 2a. Malling Address 12/01/1997 DE Suite, Apt. #, etc. Sulte, Apt. #, etc. 4. FEI Number Applied For 13-3483806 City & State City & State Not Applicable APPLIED FOR 5. Date of Last Report 6. Certificate of Status Desired Country Country Zip \$8.75 Additional Fee Begained. 7. Name and Address of Current Registered Agent B. Name and Address of New Registered Agent/Office CT CORPORATION SYSTEM Street Address (P.O. Box Number Is Not Acceptable) 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 Sulte, Apt. #, etc. Zip Code City 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 . (Registered Agent Accepting Appointment) (NOTE Registered Agent signature required when reinstating) 10. Title Managing Members/Managers **Business Street Address** City, State and Zip Code MGRM KAZILIONIS, PAUL D 284 SOUTH BEACH ROAD HOBE SOUND FL MRGM WALTON, WILLIAM H III 599 LEXINGTON AVE., SUITE NEW YORK NY 800002498488--4 -04/23/98--01116--006 ****188.75 ****188.7S 'APR 20 1998

11. No 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 certify that I am a managing member or manager of the limited flability company or the receiver or trusted empowered to execute his deport as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

SIGN TUBE AND TYPE DI OFF PRINTE FNAME OF SIGNING MANAGING MEMBER OR MANAGER

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