

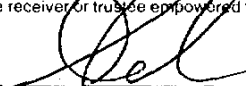


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>1999</b>		 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		FILED APR 20 PM 5:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
<b>FILING FEE \$ 188.75</b>		<b>Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee</b> <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
<b>1. Name and Mailing Address of Limited Liability Company</b>  OIRE USA, L.L.C. <del>800 OPUS CENTER</del> <del>9900 BREN ROAD EAST</del> MINNETONKA MN 55343		<b>DOCUMENT # M97000000885</b>		<b>1a. Principal Place of Business Address</b>  <del>800 OPUS CENTER</del> <del>9900 BREN ROAD EAST</del> MINNETONKA MN 55343	
<b>2. Principal Place of Business</b> 10350 Bren Road West Suite, Apt. #, etc.		<b>2a. Mailing Address</b> 10350 Bren Road West Suite, Apt. #, etc.		<b>3. Date Organized or Qualified</b> 12/26/1997	
<b>City &amp; State</b> Minnetonka MN		<b>City &amp; State</b> Minnetonka MN		<b>3a. State of Formation</b> DE	
<b>Zip</b> 55343	<b>Country</b> USA	<b>Zip</b> 55343	<b>Country</b> USA	<b>4. FEI Number</b> 41-1894300 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
<b>5. Date of Last Report</b> 05/01/1998		<b>6. Certificate of Status Desired</b> \$8.75 Additional Fee Required <input type="checkbox"/>			
<b>7. Name and Address of Current Registered Agent</b>  CORPORATION SERVICE, COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301			<b>8. Name and Address of New Registered Agent/Office</b> Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City Zip Code		
			<b>FL</b>		
<b>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.</b>					
SIGNATURE _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent Signature Required when not a designee)</small>				DATE _____	
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>		<b>City, State and Zip Code</b>	
MGR	BEDNAROWSKI, KEITH P	9900 BREN ROAD EAST, 700 C		MINNETONKA MN	
MGR	SCHIFERL, RONALD W	9900 BREN ROAD EAST, 700 C		MINNETONKA MN	
MGR	DECKAS, ANDREW C	9900 BREN ROAD EAST, 700 C		MINNETONKA MN	
MGR	SCHIFERL, RONALD W Luz Comp	9900 BREN ROAD EAST, 700 C		MINNETONKA MN	
				600002853886-- 9 -04/27/99--01085--002 ****188.75 ****188.75 	
<b>11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(j), 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.</b>					
<b>SIGNATURE:</b> 		Andrew C Deckas		612 656 4644	
<small>SIGNATURE AND TITLE OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>					