

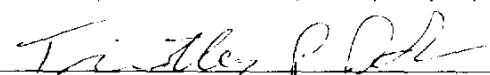


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED APR 20 PM 5:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
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 US SALT HOLDINGS, LLC 3740 BEACH BLVD., SUITE 306 JACKSONVILLE FL 32207		DOCUMENT # M98000001059 1a. Principal Place of Business Address 3740 BEACH BLVD., SUITE 306 JACKSONVILLE FL 32207			
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 09/21/1998 4. FEI Number 59-3526185 5. Date of Last Report	
				3a. State of Formation DE <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent DOLAN, TIM 3731 PICKNEY ISLAND CT JACKSONVILLE FL 32224			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) 3740 BEACH BLVD Suite, Apt. #, etc. SUITE 306 City JACKSONVILLE FL Zip Code 32207		
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) (If Not, Registered Agent Signature Required When Not Accepting)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	DEMETREE, MARK	4020-ALHAMBRA DR WEST 3740 BEACH BLVD SUITE 306		JACKSONVILLE FL	
MGR	DOLAN, TIM	3731-PINCKNEY-ISLAND CT 3740 BEACH BLVD SUITE 306		JACKSONVILLE FL	
00002852888-11 -04/27/99--01057--024 ****377.50 ****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: 		4/14/99 (901) 306-2000			