
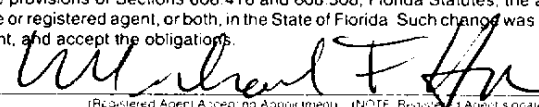


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 99 APR 30 PM 3:19 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		DOCUMENT #			
Harvest One Funding, LLC 8653 Baypine Road, Bldg 8, Suite 100 Jacksonville, FL 32256		M98000001/106			
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		8/4/98	
City & State		City & State		3a. State of Formation	
Zip		Country		Delaware	
				4. FEI Number	
				59-353499-2	
				<input type="checkbox"/> Applied For	
				<input type="checkbox"/> Not Applicable	
				5. Date of Last Report	
				Initial Report	
				6. Certificate of Status Desired	
				<input type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent				8. Name and Address of New Registered Agent/Office	
CT Corporation System 1200 South Pine Island Road Plantation, FL 33324				Name Michael F. Horn, Sr.	
				Street Address (P.O. Box Number is Not Acceptable) 8653 Baypine Rd, Bldg 8, Ste 100	
				Suite, Apt. #, etc.	
				City Jacksonville	
				Zip Code FL 32256	
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 _____					
(Registered Agent Accepting Appointment) (NOTE: Registered Agent's signature required when reappointing)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
Mgr	Michael F. Horn, Sr.	8653 Baypine Rd, Bldg 8, Ste 100		Jacksonville, FL 32256	
Mgr	John C. Pearce	8653 Baypine Rd, Bldg 8, Ste 100		Jacksonville, FL 32256	
Mgr	John T. McManamon	8653 Baypine Rd, Bldg 8, Ste 100		Jacksonville, FL 32256	
800002868668-1 -05/07/99-01158-026 ****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:  4/19/99