
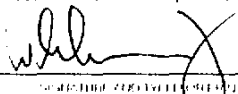


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
<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>	
1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT # M98000001205</b>  BERING TRUCK DISTRIBUTION, LLC <del>900 SUCCESS ROAD</del> 100 Bering Plaza FRONT ROYAL VA 22631		1a. Principal Place of Business Address  <del>900 SUCCESS ROAD</del> 100 Bering Plaza FRONT ROYAL VA 22631	
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  10/19/1998  4. FEI Number  54-1882209  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  <input checked="" type="checkbox"/> \$8.75 Additional Fee Required
7. Name and Address of Current Registered Agent  NATIONSCORP REGISTERED AGENTS, INC. 526 EAST PARK AVENUE TALLAHASSEE FL 32301		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 reappointing)</small>			
10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	ALLEN, RICHARD V	100 Bering Plaza <del>900 SUCCESS ROAD</del>	FRONT ROYAL VA
MGR	ANDERSON, WILLIAM R JR	<del>900 SUCCESS ROAD</del>	FRONT ROYAL VA
MGR	CHANG, BUK S	<del>900 SUCCESS ROAD</del>	FRONT ROYAL VA
MGR	KELLER, MARYANN N	<del>900 SUCCESS ROAD</del>	FRONT ROYAL VA
MGR	GUSTAVSON, CARL D	<del>900 SUCCESS ROAD</del>	FRONT ROYAL VA
MGR	PICKETT, WILLIAM S	<del>900 SUCCESS ROAD</del>	FRONT ROYAL VA
MGR	PRINCE, ERIK	100 Bering Plaza	FRONT ROYAL VA
MGR	TEERLINK, RICHARD	100 Bering Plaza	FRONT ROYAL VA
MGR	CAMPBELL, J. KERMIT	100 Bering Plaza	FRONT ROYAL VA
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:  William R. Anderson, Jr. 4/7/99 540-631-3100 <small>Signature of Registered Agent or Manager</small>			