


**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 <b>Katherine Harris</b> 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>		
<b>1. Name and Mailing Address of Limited Liability Company</b> <b>DOCUMENT # Z00156</b>  VICTORMARK, L.C. 8000 - E NORTH ARMENIA AVE. TAMPA FL 33604		<b>1a. Principal Place of Business Address</b>  8000 - E NORTH ARMENIA AVE. TAMPA FL 33604		
<b>2. Principal Place of Business</b> Suite, Apt. #, etc. City & State Zip Country		<b>2a. Mailing Address</b> Suite, Apt. #, etc. City & State Zip Country		<b>3. Date Organized or Qualified</b> 12/18/1989
				<b>3a. State of Formation</b> FL
				<b>4. FEI Number</b> 59-3013836
				<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		<b>5. Date of Last Report</b> 03/02/1998		<b>6. Certificate of Status Desired</b> <input checked="" type="checkbox"/> \$8.75 Additional Fee Required
<b>7. Name and Address of Current Registered Agent</b>  ROSENTHAL, MARK S. 8000 -- E NORTH ARMENIA AVE. TAMPA FL 33604			<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 <div style="text-align: right;">FL 33604</div>	
<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 _____			DATE _____	
(Registered Agent Accounting Profession) (CPL) (Registered Agent Signature Required When Reporting)				
<b>10. Title</b>	<b>Managing Members/Managers</b>	<b>Business Street Address</b>	<b>City, State and Zip Code</b>	
M	ROSENTHAL, MARK S.	8000 E N. ARMENIA AVE.	TAMPA FL	
M	ROSENTHAL, VICTOR	8000 E N. ARMENIA AVE.	TAMPA FL	
			5100002794715--4 -03/04/99--01069--023 *****88.75 *****88.75	
			5100002794715--4 -03/04/99--01069--024 ****100.00 ****100.00	
<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)(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.</b>				
SIGNATURE: <i>Victor Rosenthal</i>		2/18/99		813 932-2096