
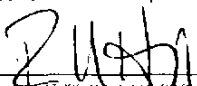


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$,400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
FILED 99 MAR 22 AM 8:34 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 # Z00357	
HRW PROPERTIES, L.C. 100 2ND AVENUE SOUTH SUITE 800 ST. PETERSBURG FL 33701		1a. Principal Place of Business Address 100 2ND AVENUE SOUTH SUITE 800 ST. PETERSBURG FL 33701	
2. Principal Place of Business		2a. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip		Zip	
Country		Country	
3. Date Organized or Qualified		3a. State of Formation	
03/13/1991		FL	
4. FEI Number		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
59-3054803			
5. Date of Last Report		6. Certificate of Status Desired	
04/06/1998		S875 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office	
HOUGH, WILLIAM R. 100 2ND AVE. SOUTH SUITE 800 ST. PETERSBURG FL 33701		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 _____	
(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
M	HOUGH, WILLIAM R	100 2 AVE S., STE. 800	ST. PETERSBURG FL
M	HOUGH, W. ROBB	100 2 AVE S., STE. 800	ST. PETERSBURG FL
M	FEINBERG, HELEN HOUGH	100 2 AVE S., STE. 800	ST. PETERSBURG FL
0000028235 10--11 -03/30/99--01051--004 ****188.75 ****188.75 3-26-99			
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: 		3-18-99 727/895-8880	
SIGNATURE AND TITLE OF PERSON IN NAME OF SIGNING MANAGING MEMBER FOR MANAGER			