


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 SECRETARY OF STATE DIVISION OF CORPORATIONS SEP 10 1999	
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 # Z00641 PALM HARBOR LANDHOLDINGS, L.C. 34041 US HWY. 19 N SUITE E PALM HARBOR FL 34684		1a. Principal Place of Business Address 34041 US HWY. 19 N SUITE E PALM HARBOR FL 34684			
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 08/31/1992 3a. State of Formation FL 4. FEI Number 59-3139583 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
		5. Date of Last Report 03/11/1998		6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent GASSMAN, ALAN S. 1212 COURT ST. SUITE B CLEARWATER FL 34616			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 8000028005001 City 03/10/99--01062--012 ****188.75 ****188.75 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 _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent's signature required when renewing.)</small>			DATE _____		
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
M	KORNFELD, STEPHEN J.	34041 US 19 N. SUITE D		PALM HARBOR FL	
M	DRUCKER, JERRY	34041 US 19 N. SUITE B		PALM HARBOR FL	
M	KAPLAN, KERRY	34041 US 19 N. SUITE A		PALM HARBOR FL	
M	BRECHER, DAVID B.	34041 US 19 N. SUITE E		PALM HARBOR FL	
M	PLEVIN, SANFORD N.	34041 US 19 N. SUITE B		PALM HARBOR FL	
M	FERNANDEZ, RONALD	34041 US 19 N SUITE E		PALM HARBOR FL	
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: <i>David B. Brecher</i> DAVID B. BRECHER (527) <i>Drucel L. Brecher</i> Drucel L. Brecher 2/25/99 784-1905					