
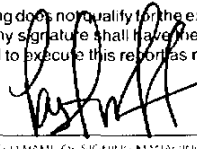


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 99 MAR 29 AM 10:00 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 # Z00681 RP PROPERTIES, LC 10300 SUNSET DRIVE SUITE 135 MIAMI FL 33173		1a. Principal Place of Business Address 10300 SUNSET DRIVE SUITE 135 MIAMI FL 33173			
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 10/26/1992 4. FEI Number 59-3146822 5. Date of Last Report 04/06/1998	
				3a. State of Formation FL <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable 6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent PASTROFF, NANCY G 10300 SUNSET DRIVE SUITE 135 MIAMI FL 33173			8. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. 000002832270--9 City -04/07/99--01076--024 ****188.75 FL		
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) (If NE, Registered Agent Signature required when Appointment)</small>			DATE _____		
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
M	RUBIN, DANIEL	1926 EAST 5 AVENUE		TAMPA FL 33605	
M	RUBIN, DAVID	4402 COLCHESTER DRIVE		KENSINGTON MD	
M	PASTROFF, LAURA A	1926 EAST 5 AVENUE		TAMPA FL 33605	
M	PASTROFF, NANCY G	6420 SW 50TH ST		MIAMI FL 33155	
M	PASTROFF, EDWARD	6420 S.W. 50TH ST.		MIAMI FL 33155	
<div style="text-align: right;">  LAURA PASTROFF 3/24/99 813 248 2849 </div>					
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.					