2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L0000007079

Entity Name: CITY GEMS, LLC

FILED Mar 21, 2005 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

460 SOUTH ROSEMARY AVE., #188 460 SOUTH ROSEMARY AVE., #178

178

WEST PALM BEACH, FL 33409 WEST PALM BEACH, FL 33409

Current Mailing Address: New Mailing Address:

460 SOUTH ROSEMARY AVE., #188 460 SOUTH ROSEMARY AVE., #178 WEST PALM BEACH, FL 33409 WEST PALM BEACH, FL 33409

FEI Number: 65-1069880 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

GOTTLIEB, STUART M 222 LAKEVIEW AVE SUITE 260 WEST PALM BEACH, FL 33401 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS: ADDITIONS/CHANGES:

Title: P () Delete Title: MGR (X) Change () Addition

Name: LAZOW, HAROLD Name: LAZOW, HAROLD Address: 460 SOUTH ROSEMARY AVE #178 Address: 460 SOUTH ROSEMARY AVE #178

Address: 460 SOUTH ROSEMARY AVE #178 Address: 460 SOUTH ROSEMARY AVE #178

City-St-Zip: WEST PALM BEACH, FL 33409 City-St-Zip: WEST PALM BEACH, FL 33409

Title: S/T () Delete Title: MGR (X) Change () Addition

Name: LAZOW, MARTHA Name: LAZOW, MARTHA

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WEST PALM BEACH, FL 33409

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic 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.

SIGNATURE: HAROLD LAZOW MGR 03/21/2005