

2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

**FILED
Apr 29, 2005
Secretary of State**

DOCUMENT# L04000057892

Entity Name: HILLSBORO WATERWAY DEVELOPERS LLC

Current Principal Place of Business:

21205 YACHT CLUB DRIVE
APT. 2910
AVENTURA, FL 33180

New Principal Place of Business:

Current Mailing Address:

21205 YACHT CLUB DRIVE
APT. 2910
AVENTURA, FL 33180

New Mailing Address:

FEI Number: 47-0944214 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

BESCHEL, BARRY J
21205 YACHT CLUB DRIVE
APT. 2910
AVENTURA, FL 33180 US

Name and Address of New Registered Agent:

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:

Title: MGRM () Delete
Name: BMRP HOLDINGS V LLC,
Address: 21205 YACHT CLUB DRIVE
City-St-Zip: AVENTURA, FL 33180

Title: MGRM () Delete
Name: NIXON, NANCE P TRUSTEE
Address: 21205 YACHT CLUB DRIVE
City-St-Zip: AVENTURA, FL 33180

Title: MGRM () Delete
Name: TAILS ASSET MANAGEME, NT LLC
Address: 21205 YACHT CLUB DRIVE
City-St-Zip: AVENTURA, FL 33180

Title: MGRM () Delete
Name: BEYER-DEBS, NICOLE
Address: 21205 YACHT CLUB DRIVE
City-St-Zip: AVENTURA, FL 33180

ADDITIONS/CHANGES:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

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: BARRY J BESCHEL

RA

04/29/2005

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date