2004 LIMITED PARTNERSHIP ANNUAL REPORT (AR) **DUE BY MAY 1, 2004**

SIGNATURE: _

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING

RECEIVERILED JAN-12 02002004 08:00 AM DOCUMENT: # A02000000419 Secretary of State 1. Entity Name PORTOFINO PHASE II LAND, LTD. Principal Place of Business Mailing Address 359 CAROLINA AVENUE WINTER PARK FL 32789 359 CAROLINA AVENUE WINTER PARK FL 32789 2. Principal Place of Business 3. Mailing Address Suite, Apt #, etc. Suite, Apt, #, etc. MOORE CR2E003 (11/03) City & State City & State 4. FEI Number Applied For 04-3625505 Not Applicable Zip Country Zin Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent DOWNING, GRANT T 222 WEST COMSTOCK AVENUE, SUITE 101 Street Address (P.O. Box Number is Not Acceptable) WINTER PARK FL 32789 City Zip Code 8. 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. I am familiar with, and accept the obligations of registered agent. SIGNATURE Signature, typed or printed name of registered agent and title if applicable 9. Capital Contributions 10. Amount of Capital Contributions 11. MAKE CHECK PAYABLE TO FL. DEPT. OF STATE \$7,500.00 as Shown on record. in FLORIDA to date. SEE REVERSE SIDE FOR FEE INFORMATION A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner. GENERAL PARTNER INFORMATION 12. 13. ADDRESS CHANGES ONLY DOCUMENT # L02000006867 STREET ADDRESS NAME PORTOFINO PHASE II, LLC STREET ADDRESS 359 CAROLINA AVENUE CITY-ST-ZIP U00000070199 CITY-ST-ZIP WINTER PARK FL 32789 UZ/28/04 00019 013 141.25 DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CITY+ST-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CITY-\$T-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS NAME STREET & DORESS CITY-ST-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP I 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 report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a General Partner of the limited partnership the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes

Daytime Phone #