2006 LIMITED PARTNERSHIP ANNUAL REPORT Due By May 1, 2006

FILED May 01, 2006 08:00 Al Secretary of State

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1. Entity Name SECOND FAIRGROUNDS ASSOCIATES LTD.



Principal Place of Business
C/O THE GOODMAN COMPANY
777 SOUTH FLAGLER DRIVE, SUITE 1101-E
WEST PALM BEACH, FL 33401

Mailing Address

C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1101-E WEST PALM BEACH, FL 33401



DO NOT WRITE IN THIS SPACE

04202006 No Chg-LP CR2E003 (11/05)

 4. FEI Number
 Applied For

 65-1039434
 Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent

SHEWALTER, WILLIAM A C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1101-E WEST PALM BEACH, FL 33401

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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.

DATE

FILE NOW!!! FEE IS \$500.00 After May 1, 2006, Fee will be \$900.00

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.

- 1	12 GENERAL PARTNER INFORMATION		
	12.		AND THE PROPERTY OF THE PROPER
	DOCUMENT #	M03000002397	
	NAME	SECOND FAIRGROUNDS HOLDING GP LLC	
	STREET ADDRESS	777 SOUTH FLAGLER DRIVE, STE 1101-E	
	CITY-ST-ZIP	WEST PALM BEACH, FL 33401	
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14. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119. 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 selected 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 selected of the same legal effect as if made under oath; that I am a General Partner of the limited partnership selected 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 selected 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 selected 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 selected on the same legal effect as if made under oath; that I am a General Partner of the limited partnership selected on the same legal effect as if made under oath; that I am a General Partner of the limited partnership selected on the same legal effect as if made under oath; that I am a General Partner of the limited partnership selected on the same legal effect as if made under oath I am a General Partner of the limited partnership selected on the same legal effect as if made under oath I am a General Partner of the limited partnership selected on the same legal effect as if made under oath I am a General Partner of the limited of the same legal effect as if made under oath I am a General Partner of the limited of the li

SIGNATURE

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER

April 27, 2006

561-833-3777