2006 LIMITED PARTNERSHIP ANNUAL REPORT Due By May 1, 2006

DO NOT WRITE IN THIS SPACE

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

DOCUMENT # A06577

Entity Name
 WORTH AVENUE ASSOCIATES, LTD.



Principal Place of Business C/O THE GOODMAN COMPANY 777 S. FLAGLER DRIVE SUITE 1101E WEST PALM BEACH, FL 33401 Mailing Address C/O THE GOODMAN COMPANY 777 S. FLAGLER DRIVE SUITE 1101E WEST PALM BEACH, FL 33401



04202006 No Chg-LP

CR2E003 (11/05)

4. FEI Number 23-2078885 Applied For Not Applicable

5. Certificate of Status Desired

 \$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent

SHEWALTER, WILLIAM A % THE GOODMAN COMPANY 777 SOUTH FLAGLER DR., SUITE 1101E 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.

12,	GENERAL PARTNER INFORMATION					
DOCUMENT #	L98000001831					
NAME	ESPLANADE GP LLC					
STREET ADDRESS	777 S. FLAGLER DR.	The second secon				
CITY-ST-ZIP	W. 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 pertnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes

Esplanade GP LLC, general partner, by: Goodman Properties Inc., its manager

SIGNATURE:

STAPLE CHECK HERE

GNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER

April 27, 2006

561-833-3777

Daytime Phone #