

2005 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# A12937

FILED
Jan 26, 2005
Secretary of State

Entity Name: NATIONAL PROPERTY INVESTORS 5 LTD.

Current Principal Place of Business:

4582 S. ULSTER ST. PKWY.
SUITE 1100
DENVER, CO 80237

New Principal Place of Business:

Current Mailing Address:

4582 S. ULSTER ST. PKWY.
SUITE 1100
DENVER, CO 80237

New Mailing Address:

FEI Number: 22-2385051

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 323012525 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

Capital Contributions as Shown on record: 41,256,500.00

Amount of Capital Contributions in Florida to date: 41,256,500.00

GENERAL PARTNER INFORMATION:

ADDRESS CHANGES ONLY:

Document #: S12448

Name: NPI EQUITY INVESTMENTS

Address: 4582 S. ULSTER ST. PKWY. SUITE 1100

City-St-Zip: DENVER, CO 80237

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 General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: DEREK S. MCCANDLESS

AS

01/26/2005

Electronic Signature of Signing General Partner

Date