
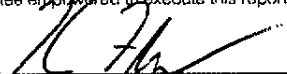


**2005 LIMITED PARTNERSHIP ANNUAL REPORT  
Due By May 1, 2005**

**FILED**  
**Feb 28, 2005 08:00 AM**  
**Secretary of State**

|   |                           |  |         |
|---|---------------------------|--|---------|
| <b>DOCUMENT # A19162</b>  |                           |         |         |
| 1. Entity Name<br>WOODCLIFF APARTMENTS, LTD.  |                           |  |         |
| Principal Place of Business<br>516 LAKEVIEW ROAD<br>UNIT 8<br>CLEARWATER, FL 33756  |                           | Mailing Address<br>516 LAKEVIEW ROAD<br>UNIT 8<br>CLEARWATER, FL 33756                   |         |
| 2. Principal Place of Business  |                           | 3. Mailing Address   |         |
| Suite, Apt. #, etc.   |                           | Suite, Apt. #, etc.  |         |
| City & State  |                           | City & State   |         |
| Zip   | Country                   | Zip  | Country |
| 6. Name and Address of Current Registered Agent   |                           | 7. Name and Address of New Registered Agent  |         |
| FLYNN, THOMAS F<br>516 LAKEVIEW ROAD UNIT 8<br>CLEARWATER, FL 33756   |                           | Name<br>Street Address (P.O. Box Number is Not Acceptable)<br>City<br><b>FL</b> 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 _____ DATE _____<br><small>Signature, typed or printed name of registered agent and title if applicable</small>   |                           |  |         |
| 9. Capital Contributions as Shown on record. <b>\$245,000.00</b>  |                           | 10. Amount of Capital Contributions in FLORIDA to date.                                  |         |
| <b>A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.<br/>NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.</b>   |                           |  |         |
| 12. GENERAL PARTNER INFORMATION   |                           | 13. ADDRESS CHANGES ONLY   |         |
| DOCUMENT #  | LO2000010816              | STREET ADDRESS   |         |
| NAME  | WOODCLIFF, LLC            | CITY - ST - ZIP  |         |
| STREET ADDRESS  | 516 LAKEVIEW ROAD, UNIT 8 |  |         |
| CITY - ST - ZIP   | CLEARWATER, FL 33756      |  |         |
| DOCUMENT #  |                           | STREET ADDRESS   |         |
| NAME  |                           | CITY - ST - ZIP  |         |
| STREET ADDRESS  |                           |  |         |
| CITY - ST - ZIP   |                           |  |         |
| DOCUMENT #  |                           | STREET ADDRESS   |         |
| NAME  |                           | CITY - ST - ZIP  |         |
| STREET ADDRESS  |                           |  |         |
| CITY - ST - ZIP   |                           |  |         |
| DOCUMENT #  |                           | STREET ADDRESS   |         |
| NAME  |                           | CITY - ST - ZIP  |         |
| STREET ADDRESS  |                           |  |         |
| CITY - ST - ZIP   |                           |  |         |
| DOCUMENT #  |                           | STREET ADDRESS   |         |
| NAME  |                           | CITY - ST - ZIP  |         |
| STREET ADDRESS  |                           |  |         |
| CITY - ST - ZIP   |                           |  |         |
| 14. 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 or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes |                           |  |         |
| SIGNATURE:   |                           | As Vice-President of <b>WOODCLIFF, LLC</b> General Partner                               |         |
| SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER  |                           | 2/27/05 727-449-1182<br><small>Daytime Phone #</small>                                   |         |



01272005 Chg-LP CR2E003 (10/03)

4. FEI Number 59-2626124 Applied For Not Applicable

5. Certificate of Status Desired  \$8.75 Additional Fee Required

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