


2004 LIMITED PARTNERSHIP ANNUAL REPORT
Due By May 1, 2004

FILED
May 04, 2004 08:00 AM
Secretary of State

DOCUMENT # A98000000697		
1. Entity Name FAIRGROUNDS 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
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2. Principal Place of Business		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country



01292004 Chg-LP CR2E003 (10/03)

4. FEI Number 65-0871005	Applied For Not Applicable
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5. Certificate of Status Desired <input checked="" type="checkbox"/>	\$8.75 Additional Fee Required
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6. Name and Address of Current Registered Agent SHEWALTER, WILLIAM 777 S. FLAGLER DRIVE, SUITE 1101 WEST PALM BEACH, FL 33401		7. Name and Address of New Registered Agent Name Street Address (P O Box Number is Not Acceptable) City FL Zip Code	
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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

9. Capital Contributions as Shown on record \$4,225,888.00	10. Amount of Capital Contributions in FLORIDA to date 4,225,888
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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		13. ADDRESS CHANGES ONLY	
DOCUMENT #	M03000002397	STREET ADDRESS	
NAME	SECOND FAIRGROUNDS HOLDING GP LLC	CITY - ST - ZIP	
STREET ADDRESS	777 SOUTH FLAGLER DRIVE, SUITE 1101E		
CITY - ST - ZIP	WEST PALM BEACH, FL 33401		
DOCUMENT #		STREET ADDRESS	
NAME		CITY - ST - ZIP	
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05/10/04-80041-001 535.00

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.

Second Fairgrounds Holding GP LLC, general partner, by: Goodman Properties Inc., its manager

SIGNATURE:

William A. Shewalter

4/30/04

561-833-3777

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER

Date

Daytime Phone #

William A. Shewalter, Vice President

STAPLE CHECK HERE