



# 2005 LIMITED PARTNERSHIP ANNUAL REPORT

Due By May 1, 2005

**FILED**

05 JUN 21 AM 8:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<b>DOCUMENT #</b> A98000000697					
1. Entity Name <b>FAIRGROUNDS ASSOCIATES LTD.</b>					
Principal Place of Business <b>C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1101E WEST PALM BEACH, FL 33401</b>			Mailing Address <b>C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1101E WEST PALM BEACH, FL 33401</b>		
2. Principal Place of Business			3. Mailing Address		
Suite, Apt. #, etc.			Suite, Apt. #, etc.		
City & State			City & State		
Zip	Country	Zip	Country	4. FEI Number <b>65-0871005</b>	
				Applied For <input type="checkbox"/> Not Applicable	
				5. Certificate of Status Desired <input checked="" type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
<b>SHEWALTER, WILLIAM C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE WEST PALM BEACH, FL 33401</b>			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			City	FL	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 _____ <small>Signature, typed or printed name of registered agent and title if applicable.</small>					
DATE _____					
9. Capital Contributions as Shown on record. <b>\$4,225,888</b>		10. Amount of Capital Contributions in FLORIDA to date. <b>\$4,225,888</b>			
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				
CITY-ST-ZIP	WEST PALM BEACH, FL 33401				
DOCUMENT #			STREET ADDRESS		
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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.					
Second Fairgrounds Holding GP LLC, General Partner, by: Goodman Properties Inc., its manager					
SIGNATURE: 		4/30/05		561-833-3777	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING GENERAL PARTNER					
William A. Shewalter, Vice President					

STAPLE CHECK HERE