2007 LIMITED PARTNERSHIP ANNUAL REPORT Due By May 1, 2007

DO NOT WRITE IN THIS SPACE

DOCUMENT # A98000001034

1. Entity Name

RESÓRT & SPA ACQUISITION, LTD.



Principal Place of Business

1555 PALM BEACH LAKES BLVD.

SUITE 1100

WEST PALM BEACH, FL 33401

Mailing Address

C/O FLORIDA MANAGMENT COMPANY

P.O. BOX 3267

WEST PALM BEACH, FL 33402

FILED Mar 02, 2007 08:00 A Secretary of State



01092007 No Chg-LP

CR2E003 (12/06)

4. FEI Number 65-0840904 Applied For Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent

ECCLESTONE, E. LLWYD C/O NORTH COUNTY RESORT COMPANY 1555 PALM BEACH LAKES BLVD., SUITE 1100 WEST PALM BEACH, FL 33401

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| The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, the obligations of registered agent. | in the State of Florida. I am familiar with, and accept |
|--|---|
| SIGNATURE Signature, typed or printed name of registered agent and title if applicable | DATE |

FILE NOW!! FEE IS \$500.00 After May 1, 2007, Fee will be \$900.00 3<u>/13/07-20</u>064-007 508.75

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 # P98000030670 NORTH COUNTY RESORT COMPANY NAME STREET ADDRESS 1555 PALM BEACH LAKES BLVD., SUITE 1100 CITY-ST-ZIP WEST PALM BEACH, FL 33401 DOCUMENT # NAME STREET ADDRESS CITY-ST-ZIP DOCUMENT # NAME STREET ADDRESS CITY-ST-ZIP NAME STREET ADDRESS CITY-ST-ZIP DOCUMENT # NAME STREET ADDRESS CITY-ST-ZIP DOCUMENT # NAME STREET ADDRESS

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14. I hereby certify that the information supplied with this filling 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 partnership or the receiver or trustee empowered to be executed this report as required by Chapter 620, Florida Statutes

SIGNATURE:

lass,

RON COOPER

2/28/07

Daytime Phone #