2006 LIMITED PARTNERSHIP ANNUAL REPORT Due By May 1, 2006

FILED May 01, 2006 08:00 Al Secretary of State

DOCUMENT # A9900000433

12.

STAPLE CHECK HERE

DOCUMENT #

FAIRGROUNDS HOLDING LTD.



Principal Place of Business

C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1101E WEST PALM BEACH, FL 33401

Mailing Address

C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1101E WEST PALM BEACH, FL 33401



DO NOT WRITE IN THIS SPACE

04202006 No Chg-LP

CR2E003 (11/05)

4. FEI Number 65-0998331

Applied For Not Applicable

5. Certificate of Status Desired

\$8.75 Additional

6. Name and Address of Current Registered Agent

SHEWALTER, WILLIAM A C/O THE GOODMAN COMPANY 777 SOUTH FLAGLER DRIVE, SUITE 1104 WEST PALM BEACH, FL 33401

199000001507

DO NOT WRITE IN THIS SPACE

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, typed or printed name of registered agent and title if applicable.

FILE NOW!!! FEE IS \$500.00 After May 1, 2006, Fee will be \$900.00

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. GENERAL PARTNER INFORMATION

NAME STREET ADDRESS CITY-ST-ZIP	FAIRGROUNDS HOLDING GP LLC 777 SOUTH FLAGLER DRIVE, SUITE 1104 WEST PALM BEACH, FL 33401	
DOCUMENT # NAME STREET ADDRESS GITY-ST-ZIP		05/15/06-80082-005 509.75
DOCUMENT # NAME STREET ADDRESS CITY-ST-ZIP		DO NOT WRITE
DOCUMENT # NAME STREET ADDRESS CITY-ST-ZIP		IN THIS SPACE
DOCUMENT # NAME STREET ADDRESS CITY-ST-ZIP		
DOCUMENT # NAME STREET ADDRESS CITY-ST-ZP		
14. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information inclinated on this report is true and accurate and that my signature shall have the same legal effect on the 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 eath; that I am a General Partner of the limited partnership raingrounds Holding of LLL, general partner, by: Goodman Properties Inc., its manager

SIGNATURE:

April 27, 2006

561-833-3777

Daytime Phone #