2004 LIMITED PARTNERSHIP ANNUAL REPORT (AR) DUE BY MAY 1, 2004

STAPLE CHECK HERE

SIGNATURE: .

SIGNATURE AND TYPED OR PRINTED NAME OF

Feb 23, 2004 08:00 AM DOCUMENT # A99000000961 **Secretary of State** NILOFF PARTNERSHIP, LTD. Principal Place of Business Mailing Address 3170 SOUTH OCEAN BLVD., #406-N PALM BEACH FL 33480 3170 SOUTH OCEAN BLVD., #406-N PALM BEACH FL 33480 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. MOORE CR2E003 (11/03) Applied For City & State City & State 4. FEI Number 65-0930981 Not Applicable \$8.75 Additional Zip Country Zin Country 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent NILOFF, PAUL H 3170 SOUTH OCEAN BLVD., #406-N PALM BEACH FL 33480 Street Address (P.O. Box Number is Not Acceptable) Zip Code 3. 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, DATE 10. Amount of Capital Contributions 11. MAKE CHECK PAYABLE TO FL, DEPT. OF STATE 9. Capital Contributions \$1,354,000.00 in FLORIDA to date. SEE REVERSE SIDE FOR FEE INFORMATION as Shown on record. 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 ADDRESS CHANGES ONLY 12. 13. DOCUMENT # STREET ADDRESS NAME NILOFF, PAUL H STREET ADDRESS 3170 SOUTH OCEAN BLVD., #406-N CITY-ST-71P CITY-ST-ZIP PALM BEACH FL 33480 U00000082513 03/09/04-80032-027 526.25 DOCUMENT# STREET ADDRESS MARIE NILOFF, MADELAINE H 3170 SOUTH OCEAN BLVD., #406-N STREET ADDRESS CHTY-ST-ZIP CITY-ST-ZIP PALM BEACH FL 33480 DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS STREET APORESS CITY-ST-ZIP CHY-ST ZIP DOCUMENT ! STREET ADDRESS NAME STREET ADDRESS CITY-ST-7/P 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 eath; 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

Daytime Ptione #