2005 LIMITED PARTNERSHIP ANNUAL REPORT (AR) DUE BY MAY 1, 2005

SIGNATURE: (1)

Jan 25, 2005 08:00 AM DOCUMENT # A99000000961 **Secretary of State** 1. Entity Name NILOFF PARTNERSHIP, LTD. Mailing Address Principal Place of Business 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. CR2E003 (10/04) City & State City & State 4. FEI Number Applied For 65-0930981 Not Applicab Zip Country Ζip Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name NILOFF, PAUL H Street Address (P.O. Box Number is Not Acceptable) 3170 SOUTH OCEAN BLVD. #406-N PALM BEACH FL 33480 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, 11. FILE NOW!!! Due by May 1, 2005. See Block 11 instructions for fee info. STAG 9. Capital Contributions 10. Amount of Capital Contributions \$1,354,000.00 as Shown on record. in FLORIDA to date. 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 13. 12. DOCUMENT# STREET ADDRESS NILOFF, PAUL H NAME STREET ADDRESS 3170 SOUTH OCEAN BLVD. #406-N City-ST-ZIP CHY-ST-ZIP PALM BEACH FL 33480 100000196664 DOCUMENT # 01/26/05-80077-019 526.25 STREET ADDRESS NAME NILOFF, MADELAINE H 3170 SOUTH OCEAN BLVD. #406-N STREET ADDRESS CHY-ST-ZIP PALM BEACH FL 33480 031Y - \$1 - 71P DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CitY+ST-7IP CHY-ST-IN DOCUMENT # STREET ADDRESS NAME CIRCET ADDRESS Coty-SI-ZIP CITY-ST-ZIP DOCUMENT # STREET ADDRESS NAME STREET ADDRESS CHY-ST-7P CITY-ST-Z oocu**M**€NT# STREET ADDRESS NAME STREET ADDRESS CITY ST-ZIP 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

PAULH, NILOFF MO.

FILED

JAN 20, 2005 (SEI) 585-8177