

**2007 FOR PROFIT CORPORATION
ANNUAL REPORT**

1095
FILED

07 MAY -1 PM 4:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



04242007 No Chg-P CR2E034 (11/05)

4. FEI Number 58-2547310	Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐ \$8.75 Additional Fee Required	

DO NOT WRITE IN THIS SPACE

6. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

**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 _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

**FILE NOW!!! FEE IS \$150.00
After May 1, 2007 Fee will be \$550.00**

9. Election Campaign Financing
Trust Fund Contribution. ☐

**\$5.00 May Be
Added to Fee**

**900102212589
05/11/07--01013--030 **150.00**

10. OFFICERS AND DIRECTORS

TITLE	V
NAME	HUANG, HOWARD C
STREET ADDRESS	3424 PEACHTREE RD., NE, STE 450
CITY-ST-ZIP	ATLANTA, GA 30326
TITLE	VT
NAME	RYAN, JAMES P
STREET ADDRESS	3424 PEACHTREE RD., NE, STE 450
CITY-ST-ZIP	ATLANTA, GA 30326
TITLE	PS
NAME	BREON, B STANTON
STREET ADDRESS	3424 PEACHTREE RD., NE, STE 450
CITY-ST-ZIP	ATLANTA, GA 30326
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

**DO NOT WRITE
IN THIS SPACE**

12. 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 indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

Dale H. Morris

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/30/2007

Date

Daytime Phone #

205

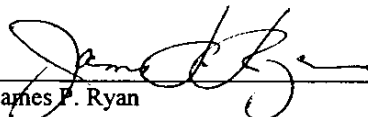
LIMITED POWER OF ATTORNEY
VEF Advisors

NOTICE IS HEREBY GIVEN THAT each of the undersigned does hereby appoint each of Shelley Savage and Dale Morris as attorney-in-fact for the undersigned to act for the undersigned in their respective capacities as direct or indirect officers, members, managers, or partners of the entities listed on Exhibit A, attached hereto and incorporated herein by this reference (the "Entities") in the Entities' names for the limited purposes authorized herein. James P. Ryan and Joseph A. Hill, in their capacities as direct or indirect officers, members, managers, or partners of the Entities, hereby also authorize each of Shelley Savage and Dale Morris to sign on their behalf in the capacities aforesaid for the reasons set forth in the following paragraph.

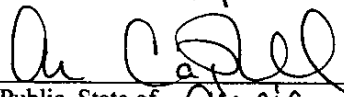
Each of James P. Ryan and Joseph A. Hill, in their capacities as direct or indirect officers, members, managers, or partners of the Entities, hereby grants to each of the aforesaid attorneys-in-fact the power to execute the documents necessary to file annual reports, annual registrations and forms of similar import on behalf of the Entities in the states shown beside the respective Entities' names on Exhibit A using the database information e-mailed by Dorothy Dowell of King & Spalding LLP to Shelley Savage and John Hults of CT Corporation System on June 9, 2004, as amended by further e-mail from Dorothy Dowell or Martha Caire to Shelley Savage through the date of filing of such annual reports, annual registrations and forms of similar import.

This Limited Power of Attorney expires when revoked by the Entities.

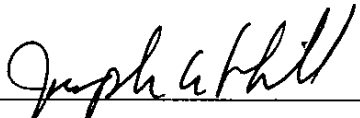
IN WITNESS WHEREOF the undersigned have executed this Limited Power of Attorney on the respective dates written below.


James P. Ryan

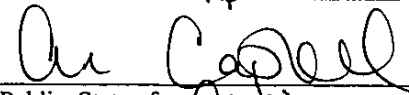
Sworn to and subscribed before me
this 4th day of April, 2005


Notary Public, State of Georgia

Commission Expires: ANN CAMPBELL
[Notarial Seal] NOTARY PUBLIC
COBB COUNTY, GEORGIA
COMMISSION EXPIRES 01/07/06


Joseph A. Hill

Sworn to and subscribed before me
this 4th day of April, 2005


Notary Public, State of Georgia

Commission Expires: ANN CAMPBELL
[Notarial Seal] NOTARY PUBLIC
COBB COUNTY, GEORGIA
COMMISSION EXPIRES 01/07/06

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Entity	Domestic in	Formed or Qualified (need to file any required annual report)
10401 Fernwood Drive - VEF VI, LLC	DE	DE
200 Los Robles - VEF V, LLC	DE	CA
200 Los Robles - VEF V, LLC	DE	DE
2000 K Street L.L.C.	NY	DC
2000 K Street L.L.C.	NY	NY
2100 2nd Street - VEF VI, LLC	DE	DE
3033 Campus - VEF III, LLC	DE	DE
311 West Monroe - VEF VI, LLC	DE	DE
311 West Monroe - VEF VI, LLC	DE	IL
33 Arch Street - VEF IV, LLC	DE	DE
441 Stuart Street - VEF V, Inc.	DE	DE
60 Broad Street - VEF, L.L.C.	DE	DE
AP Market Street, LP	DE	DE
AP RTP LLC	DE	DE
Bellevue Land Investor - VEF IV, LLC	DE	DE
Bellevue Land Investor - VEF IV, LLC	DE	WA
Bellevue Master, LLC	DE	DE
Bellevue Master, LLC	DE	WA
Bellevue Residential Investor - VEF IV, Inc.	DE	DE
Bellevue Residential Investor - VEF IV, Inc.	DE	WA
Bishop's Lodge - VEF II Operator, Inc.	DE	DE
Bishop's Lodge - VEF II Operator, Inc.	DE	NM
Bishop's Lodge - VEF II Residential, Inc.	GA	GA
Bishop's Lodge Resort Communities, LLC	DE	DE
Boulevard Hotel - VEF II Operator, Inc.	DE	DE
Boulevard Hotel - VEF II Operator, Inc.	DE	NY
Boulevard Hotel Lender, LLC	DE	DE
Bryn Mawr - VEF IV Associates, LLC	DE	DE
Bryn Mawr - VEF IV Associates, LLC	DE	IL
Bryn Mawr - VEF IV, LLC	DE	DE
Bryn Mawr - VEF IV, LLC	DE	IL
Bryn Mawr Associates LLC	DE	DE
Bryn Mawr Associates LLC	DE	IL
Bryn Mawr Manager, LLC	DE	DE
Bryn Mawr Manager, LLC	DE	IL
Cabot Road - VEF VI, LLC	DE	DE
Cabot Road - VEF VI, LLC	DE	MA
Cabot Road Owner - VEF VI, LLC	DE	DE
Carolina Hotel - VEF VI Operator, Inc.	DE	DE
Carolina Hotel - VEF VI Operator, Inc.	DE	NC
Chicago Industrial - VEF V Manager, Inc.	DE	DE
Chicago Industrial - VEF V Manager, Inc.	DE	IL
Chicago Industrial - VEF V, LLC	DE	DE
Chicago Industrial - VEF V, LLC	DE	IL
Chicago Retail Management, LLC	DE	DE
Chicago Retail Management, LLC	DE	IL
Cordillera Land, LLC	DE	CO
Cordillera Land, LLC	DE	DE
DC Hotel - VEF III, LLC	DE	DC
DC Hotel - VEF III, LLC	DE	DE

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Deep Creek - VEF VI, LLC	DE	DE
Eight Tower Bridge - VEF II, LLC	DE	DE
Florence Kelvin - VEF IV, LLC	DE	DE
Fort Point Place - VEF V, LLC	DE	DE
Fort Point Place - VEF V, LLC	DE	MA
Grand Reserve - VEF VI, LLC	DE	DE
Grand Reserve - VEF VI, LLC	DE	FL
Grand Reserve Property Owner - VEF VI, LLC	DE	DE
Grand Reserve Property Owner - VEF VI, LLC	DE	FL
Harmswood - VEF V Manager, Inc.	DE	DE
Harmswood - VEF V Manager, Inc.	DE	IL
Harmswood - VEF V, LLC	DE	DE
Harmswood - VEF V, LLC	DE	IL
Lincoln Square - VEF IV, Inc.	DE	DE
Market Street - VEF GP, LLC	DE	DE
Midlothian Hotel Associates Operator, Inc.	DE	DE
Midlothian Hotel Associates, LLC	DE	DE
Montego Bay GP - VEF VI, LLC	DE	DE
NorthPark Central - VEF II, L.P.	GA	GA
NorthPark Central - VEF II, L.P.	GA	TX
NorthPark VEF II Sub, Inc.	GA	GA
NorthPark VEF II Sub, Inc.	GA	TX
One Lincoln Tower, LLC	DE	DE
One Lincoln Tower, LLC	DE	WA
Osgood Road - VEF V, LLC	DE	CA
Osgood Road - VEF V, LLC	DE	DE
PS Plaza, Inc.	TX	TX
Sage Sunrise Ridge - VEF VI, LLC	DE	DE
Scripps Corporate Plaza - VEF V, LLC	DE	CA
Scripps Corporate Plaza - VEF V, LLC	DE	DE
Scripps Special Member - VEF V, LLC	DE	DE
Sellsite - VEF VI, LLC	DE	DE
SMS - VEF IV, LLC	DE	CA
SMS - VEF IV, LLC	DE	DE
Southeast Residential - VEF V, LLC	DE	DE
Southeast Residential - VEF V, LLC	DE	GA
Tampa Hotel - VEF IV Operator, Inc.	DE	DE
Tampa Hotel - VEF IV Operator, Inc.	DE	FL
Texas Hotel - VEF IV, L.P.	DE	DE
Texas Hotel - VEF IV, L.P.	DE	TX
Texas Hotel-VEF IV GP, Inc.	DE	DE
Texas Hotel-VEF IV GP, Inc.	DE	TX
Texas Hotel-VEF IV Operator, Inc.	DE	DE
Texas Hotel-VEF IV Operator, Inc.	DE	TX
The Bishop's Lodge-VEF II Beverage Management, LLC	GA	GA
The Bishop's Lodge-VEF II Beverage Management, LLC	GA	NM
Value Enhancement Fund II, LLC	GA	AZ
Value Enhancement Fund II, LLC	GA	GA
Value Enhancement Fund II, LLC	GA	MS
Value Enhancement Fund II, LLC	GA	NM
Value Enhancement Fund II, LLC	GA	NY
Value Enhancement Fund III, LLC	GA	CA

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Value Enhancement Fund III, LLC	GA	GA
Value Enhancement Fund III, LLC	GA	IL
Value Enhancement Fund III, LLC	GA	MA
Value Enhancement Fund IV, L.P.	GA	GA
Value Enhancement Fund IV, L.P.	GA	IL
Value Enhancement Fund V, L.P.	GA	GA
Value Enhancement Fund VI, L.P.	GA	GA
VEF IV Funding LLC	DE	CA
VEF IV Funding LLC	DE	DE
VEF IV Funding LLC	DE	FL
VEF IV Funding LLC	DE	MD
VEF IV Holdings, LLC	DE	DE
VEF IV Hotel Holdings, LLC	DE	DE
VEF IV Mezzanine Lender, LLC	DE	DE
VEF V Atlanta Office Five, LLC	GA	GA
VEF V Atlanta Office Four, LLC	GA	GA
VEF V Atlanta Office One, LLC	GA	GA
VEF V Atlanta Office Three, LLC	GA	GA
VEF V Atlanta Office Two, LLC	GA	GA
VEF V Holdings, LLC	DE	DE
VEF V International (222 South Riverside) Co.	DE	DE
VEF V International (441 Stuart Street) Co.	DE	DE
VEF V International (880 Mandalay) Co.	DE	DE
VEF V International (Alexandria Pointe) Co.	DE	DE
VEF V International (Cordillera) Co.	DE	DE
VEF V International (Fort Point Place) Co.	DE	DE
VEF V International (Gaithersburg) Co.	DE	DE
VEF V International (Gates of McLean) Co.	DE	DE
VEF V International (Harmswood Office Center) Co.	DE	DE
VEF V International (Kent Business Center) Co.	DE	DE
VEF V International (Live Oak Ranch) Co.	DE	DE
VEF V International (Marquis at Vienna Station) Co.	DE	DE
VEF V International (McRae) Co.	DE	DE
VEF V International (McRae/Walker Butte) Co.	DE	DE
VEF V International (Scripps Corporate Center) Co.	DE	DE
VEF V International (Southeast Residential) Co.	DE	DE
VEF V International (SouthTrust Tower) Co.	DE	DE
VEF V International (Stonegate) Co.	DE	DE
VEF V International (The Fountains at McLean) Co.	DE	DE
VEF V International Project Holding L.P.	GA	GA
VEF VI - Capitol Plaza I, LLC	DE	DE
VEF VI - Tower 1419 Project GP, LLC	DE	DE
VEF VI - Tower 1419 Project LP GP, LLC	DE	DE
VEF VI - Tower 1419 Project LP, LP	DE	DE
VEF VI - VEF Advisors, LLC	DE	DE
VEF VI Group Incentive, LLC	GA	GA
Virginia Hotel - VEF VI, LLC	DE	DE
Woodlake - VEF IV, LLC	DE	DE
Woodlake - VEF IV, LLC	DE	MN