2004 LIMITED LIABILITY COMPANY

Jul 16, 2004 8:00 am Secrétary of State **ANNUAL REPORT** DOCUMENT # L00000007464 01-20-2004 90205 041 ****50.00 07-16-2004 90140 006 ****50.00 1. Entity Name DESTIN GROUP PALACE III, LLC 14025777 Principal Place of Business Mailing Address 100 FOURTH AVE. 1317 AIRPORT ROAD SUITE 419 INDIALANTIC, FL 32903 DESTIN, FL 32541 07082004 No Chg-LLC CR2E083 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number 59-3663504 Not Applicable \$5.00 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Ageni PHILLIPS, RUPERT E DO NOT WRITE 34876 EMERALD COAST PARKWAY DESTIN, FL 32541 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 (NOTE: Registered Agent signature required when reinstating) DATE Filing Fee is \$50.00 Due by September 8, 2004 MANAGING MEMBERS/MANAGERS 9. MEM. TITLE NAME MCKELVY, WILLIAM STREET ADORESS P.O. BOX 217 CITY-ST-ZIP **BAKER: FL 32531** TITLE STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS DO NOT WRITE CITY-ST-ZIP TITLE IN THIS SPACE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE

11. 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 oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

- SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, OR AUTHORIZED REPRESENTATIVE

NAME STREET ADDRESS CITY-ST-ZIP

Daytime Phone #

Date

FILED