2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

Mar 24, 2005 08:00 AM **Secretary of State** DOCUMENT # L00000011943 1. Entity Name VENICE, L.L.C. Mailing Address Principal Place of Business_ % SOUTHSTAR DEVELOPMENT PARTNERS, INC. % SOUTHSTAR DEVELOPMENT PARTNERS, INC. 255 AHLAMBRA CIRCLE, SUITE 312 255 AHLAMBRA CIRCLE, SUITE 312 CORAL GABLES, FL 33134 CORAL GABLES, FL 33134 01252005 No Chg-LLC CR2E083 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number 65-1045571 Not Applicable \$5.00 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent DO NOT WRITE B&C CORPORATE SERVICES OF CENTRAL FL, INC. 390 N. ORANGE AVENUE, SUITE 1100 ORLANDO, FL 32801 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. DATE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Argent signature required when reinstating) Filing Fee is \$50.00 Due by May 1, 2005 9. MANAGING MEMBERS/MANAGERS MGR TITLE BENSON, NATHAN D NAME STREET ADDRESS 448 VIKING DR., STE, 220 CITY-ST-ZIP VIRGINIA BEACH, VA 23452 MGR TITLE GOTTLIEB, RAYMOND L NAME STREET ADDRESS 448 VIKING DR., STE. 220 0000000235133 03/24/95-50040-017 50.00 VIRGINIA BEACH, VA 23452 CITY-ST-ZIP TITLE NAME STREET ADDRESS DO NOT WRITE CITY-ST-ZIP IN THIS SPACE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE STREET ADDRESS CITY-ST-ZIP

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 managing member or manager of the limited liability company or the receiver or trustee expowered to execute this report as required by Chapter 608, Florida Statutes.

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

SIGNATURE:

FILED

Daytime Phone #