2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT # L00000011943

1. Entity Name VENICE, L.L.C.



Principal Place of Business

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING

% SOUTHSTAR DEVELOPMENT PARTNERS, INC. 255 AHLAMBRA CIRCLE, SUITE 312 CORAL GABLES, FL 33134 Mailing Address

% SOUTHSTAR DEVELOPMENT PARTNERS, INC. 255 AHLAMBRA CIRCLE, SUITE 312 CORAL GABLES, FL 33134

FILED Apr 27, 2006 8:00 am Secretary of State

04-27-2006 90021 039 ****50.00

~~~36862



DO NOT WRITE IN THIS SPACE

04112006 No Chg-LLC

CR2E083 (11/05)

Daytime Phone #

Date

| 4. FEI Number                    | Applied For       |  |
|----------------------------------|-------------------|--|
| 65-1045571                       | Not Applicable    |  |
| 5. Certificate of Status Desired | \$5.00 Additional |  |

6. Name and Address of Current Registered Agent

B&C CORPORATE SERVICES OF CENTRAL FL, INC. 390 N. ORANGE AVENUE, SUITE 1100 ORLANDO, FL 32801

## 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     |  |
| Filing Fee Is \$50.00<br>Due by May 1, 2006                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                               |                                                              |          |  |
| 9.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | MANAGING MEMBERS/MANAGERS                                                     |                                                              |          |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGR                                                                           |                                                              |          |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | BENSON, NATHAN D                                                              |                                                              |          |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 448 VIKING DR., STE. 220                                                      |                                                              |          |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | VIRGINIA BEACH, VA 23452                                                      |                                                              |          |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGR                                                                           |                                                              |          |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | GOTTLIEB, RAYMOND L                                                           |                                                              |          |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 448 VIKING DR., STE. 220                                                      |                                                              |          |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | VIRGINIA BEACH, VA 23452                                                      |                                                              |          |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                               |                                                              |          |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                               |                                                              |          |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                               | l DO NOT                                                     | WRITE    |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                               |                                                              | AAIXII C |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                               | I IN THIS                                                    | SPACE    |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                               | "" "" "                                                      | J. 7.0L  |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                               |                                                              |          |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                               |                                                              |          |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                               |                                                              |          |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                               |                                                              |          |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                               |                                                              |          |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                               |                                                              |          |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                               |                                                              |          |  |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                               |                                                              |          |  |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                               |                                                              |          |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                               |                                                              |          |  |
| 11. 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 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. |                                                                               |                                                              |          |  |

GING MEMBER, OR AUTHORIZED REPRESENTATIVE