

2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L01000013377

FILED
Mar 19, 2005
Secretary of State

Entity Name: GUARDIAN VENETIAN BAY HOLDINGS, LLC

Current Principal Place of Business:

1775 BROADWAY
23RD FLOOR
NEW YORK, NY 10019

New Principal Place of Business:

Current Mailing Address:

3100 MONTICELLO AVE.
SUITE 200
DALLAS, TX 75205

New Mailing Address:

ATTN: KATHRYN MANSFIELD
3100 MONTICELLO AVE., SUITE 200
DALLAS, TX 75205

FEI Number: 59-3737473

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

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

Name and Address of New Registered Agent:

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.

SIGNATURE: _____

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MEMBERS:

Title: MGR () Delete
Name: GUARDIAN EQUITIES, I, NC.
Address: 1775 BROADWAY, 23RD FLOOR
City-St-Zip: NEW YORK, NY 10019

ADDITIONS/CHANGES:

Title: MGRM (X) Change () Addition
Name: TARRAGON CORPORATION,
Address: 1775 BROADWAY, 23RD FLOOR
City-St-Zip: NEW YORK, NY 10019

I hereby certify that the information supplied with this filing does not qualify for the 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 electronic 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: KATHRYN MANSFIELD

EVP

03/19/2005

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date