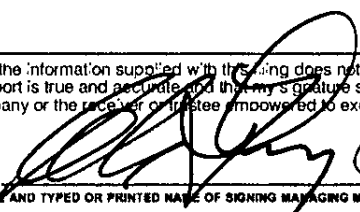


# 2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

**FILED**  
**May 01, 2007 08:00 A**  
**Secretary of State**

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                        |                                                                   |                                                                                                  |                                                                                                                   |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|--|
| <b>DOCUMENT # L01000015775</b><br>1. Entity Name<br><b>FINLAY INTERESTS GP 46, LLC</b>                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                        |                                                                   |                                                                                                  |                                  |  |
| Principal Place of Business<br><b>4300 MARSH LANDING BLVD., STE. 101<br/>JACKSONVILLE BEACH, FL 32250</b>                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                        |                                                                   | Mailing Address<br><b>4300 MARSH LANDING BLVD<br/>SUITE 101<br/>JACKSONVILLE BEACH, FL 32250</b> |                                                                                                                   |  |
| 2. Principal Place of Business - No P.O. Box #<br>Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                        |                                                                   | 3. Mailing Address<br>Suite, Apt. #, etc.                                                        |                                                                                                                   |  |
| City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                        |                                                                   | City & State                                                                                     |                                                                                                                   |  |
| Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                        | Country                                                           |                                                                                                  | Zip                                                                                                               |  |
| Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                        | Country                                                           |                                                                                                  | 4. FEI Number<br><b>59-3749009</b>                                                                                |  |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                        |                                                                   |                                                                                                  | \$5.00 Additional Fee Required                                                                                    |  |
| 6. Name and Address of Current Registered Agent<br><br><b>FINLAY HOLDINGS INC<br/>4300 MARSH LANDING BLVD<br/>STE 101<br/>JACKSONVILLE BEACH, FL 32250</b>                                                                                                                                                                                                                                                                                                                                               |                                                                                                        |                                                                   |                                                                                                  | 7. Name and Address of New Registered Agent<br>Name<br>Street Address (P.O. Box Number is Not Acceptable)<br>City |  |
| 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.                                                                                                                                                                                                                                                                            |                                                                                                        |                                                                   |                                                                                                  | FL Zip Code                                                                                                       |  |
| SIGNATURE _____ DATE _____<br><small>Signature, typed or printed name of registered agent and title, if applicable. (NOTE: Registered Agent's signature required when re-electing)</small>                                                                                                                                                                                                                                                                                                               |                                                                                                        |                                                                   |                                                                                                  |                                                                                                                   |  |
| <b>Filing Fee is \$50.00<br/>Due by May 1, 2007</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                        |                                                                   | <b>Make check payable to<br/>Florida Department of State</b>                                     |                                                                                                                   |  |
| 9. MANAGING MEMBERS/MANAGERS                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                        |                                                                   | 10. ADDITIONS/CHANGES                                                                            |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | MGRM<br>FINLAY GP HOLDINGS, LTD.<br>4300 MARSH LANDING BLVD., STE. 101<br>JACKSONVILLE BEACH, FL 32250 | <input type="checkbox"/> Delete                                   |                                                                                                  |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | VP<br>ROBBINS, CHARLES D<br>4300 MARSH LANDING BLVD. #101<br>JACKSONVILLE BEACH, FL 32250              | <input type="checkbox"/> Delete                                   |                                                                                                  |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <input type="checkbox"/> Delete                                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |                                                                                                  |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <input type="checkbox"/> Delete                                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |                                                                                                  |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <input type="checkbox"/> Delete                                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |                                                                                                  |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <input type="checkbox"/> Delete                                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |                                                                                                  |                                                                                                                   |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <input type="checkbox"/> Delete                                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |                                                                                                  |                                                                                                                   |  |
| 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. |                                                                                                        |                                                                   |                                                                                                  |                                                                                                                   |  |
| <b>SIGNATURE:</b>  <b>Christopher C. Finlay</b> 4/12/07 904 280-1000<br><small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE</small>                                                                                                                                                                                                                          |                                                                                                        |                                                                   |                                                                                                  |                                                                                                                   |  |



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