2010 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L02000000833

Entity Name: AIR BEAR II, LLC

FILED Apr 22, 2010 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

11780 U.S. HIGHWAY #1

SUITE 500

NORTH PALM BEACH, FL 33408

Current Mailing Address: New Mailing Address:

11780 U.S. HIGHWAY #1

SUITE 500

NORTH PALM BEACH, FL 33408

FEI Number: 59-2439293 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

HAILE, SHAW & PFAFFENBERGER, P.A. 660 U.S. HIGHWAY ONE SUITE 300 NORTH PALM BEACH, FL 33408 US

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/MANAGERS:

Title: MGRM

Name: GBI INVESTORS, INC

Address: 11780 U.S. HWY #1 SUITE 500 City-St-Zip: NORTH PALM BEACH, FL 33408

Title: F

Name: NICKLAUS, JACK W

Address: 11780 U.S. HIGHWAY ONE, SUITE 500 City-St-Zip: NORTH PALM BEACH, FL 33409 US

Title: VP

Name: NICKLAUS, GARY T

Address: 11780 U.S. HIGHWAY ONE, SUITE 500 City-St-Zip: NORTH PALM BEACH, FL 33408 US

Title: VP

Name: HURST, RONALD

Address: 11780 U.S. HIGHWAY ONE, SUITE 500 City-St-Zip: NORTH PALM BEACH, FL 33408 US

Title:

Name: DOTY, DONNA L

Address: 11780 U.S. HIGHWAY ONE, SUITE 500 City-St-Zip: NORTH PALM BEACH, FL 33408 US

Title:

Name: COSTANTINO, ELEANOR

Address: 11780 U.S. HIGHWAY ONE, SUITE 500 City-St-Zip: NORTH PALM BEACH, FL 33408 US

I hereby 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 Statues.

SIGNATURE: DONNA L. DOTY S 04/22/2010