2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L02000019134

Entity Name: PRIME WATERFRONT PROPERTIES, LLC

FILED May 02, 2007 Secretary of State

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

701 U.S. HIGHWAY ONE SUITE 402 6451 N.FEDERAL HIGHWAY

NORTH PALM BEACH, FL 33408 SUITE 808

FORT LAUDERDALE, FL 33308

Current Mailing Address: New Mailing Address:

701 U.S. HIGHWAY ONE SUITE 402 6451 N. FEDERAL HIGHWAY

NORTH PALM BEACH, FL 33408 SUITE 808

FORT LAUDERDALE, FL 33308

FEI Number: 46-0495060 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

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

SMITH, LAWRENCE W EISENBERG, STEPHEN 701 U.S. HIGHWAY ONE SUITE 402 6451 N. FEDERAL HIGHWAY

NORTH PALM BEACH, FL 33408 US SUITE 808

FORT LAUDERDALE, FL 33308 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: STEPHEN EISENBERG 05/02/2007

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGR () Delete Title: MGR (X) Change () Addition

Name:GOLDMAN, MARCName:EISENBERG, STEPHENAddress:701 U.S. HIGHWAY ONE SUITE 402Address:6451 N. FEDERAL HIGHWAYCity-St-Zip:NORTH PALM BEACH, FL 33408City-St-Zip:FORT LAUDERDALE, FL 3330

Title: MGR () Delete Title: MGR (X) Change () Addition

Name: GOLDMAN, MARC Name: EISENBERG, STEPHEN

Address: 701 US HIGHWAY ONE SUITE 402 Address: 6451 N. FEDERAL HIGHWAY #808
City-St-Zip: NORTH PALM BEACH, FL 33408 City-St-Zip: FORT LAUDERDALE, FL 33408

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, 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: STEPEN EISENBERG MGR 05/02/2007