2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DO NOT WRITE IN THIS SPACE

DOCUMENT # L02000025831

1. Entity Name VILLAGES, L.L.C.

Principal Place of Business

777 N. HIGHWAY A1A, #201 INDIALANTIC, FL 32903 Mailing Address

777 N. HIGHWAY A1A, #201 INDIALANTIC, FL 32903

FILED Apr 05, 2004 08:00 AM Secretary of State



01122004 No Chg-LLC

CR2E083 (10/03)

4. FEI Number 13-4215552 Applied For Not Applicable

5. Certificate of Status Desired

\$5.00 Additional Fee Required

6. Name and Address of Current Registered Agent

MOSLEY, CURTIS R 1221 EAST NEW HAVEN MELBOURNE, FL 32901

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The above named entity submits this statement for the purp-	se of changing its registered	d 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 Due by May 1, 2004

9.	MANAGING MEMBERS/MANAGERS			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGRM DOWNS DEVELOPMENT CORPORATION 777 N. HIGHWAY A1A, #201 INDIALANTIC, FL 32903			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGRM DEVELOPERS, SALCO 200 BREVARD AVENUE, SUITE 103 COCOA, FL 32922			
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGRM MICHAEL FREDERICK LESSER 405 ATLANTIC STREET MELBOURNE BEACH, FL 32951			
TITLE NAME STREET ADDRESS CHY-SI-ZIP				
TITLE NAME STREET ADDRESS CITY-ST-ZIP				
TITLE NAME STREET ADDRESS CITY-SI-ZIP				

U00000104045 04/05/04-80081-011 50.00

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11. I hereby certify that the information supplied with this filing does not qualify 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 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 section of trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, OR AUTHORIZED REPRESENTATIVE

4/1/04

(321) 725-3000

Daytima Phon