2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000031155

Entity Name: PANTHEON PROPERTIES SOUTH, LLC

FILED Jan 19, 2006 Secretary of State

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

C/O MORTON P. BROWN, ESQ.

100 S.E. 2ND STREET, 17TH FLOOR

MIAMI, FL 33131

1395 BRICKELL AVENUE
14TH FLOOR-FKL
MIAMI, FL 33131

Current Mailing Address: New Mailing Address:

C/O MORTON P. BROWN, ESQ. 1395 BRICKELL AVENUE 100 S.E. 2ND STREET, 17TH FLOOR 14TH FLOOR-FKL MIAMI, FL 33131 MIAMI, FL 33131

FEI Number: 20-1048732 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:

BROWN, MORTON P ESQ.

FOWLER WHITE BURNETT P.A.

1395 BRICKELL AVENUE
100 S.E. 2ND STREET, 17TH FLOOR
MIAMI, FL 33131 US

LICKSTEIN, FRED K ESQ
1395 BRICKELL AVENUE
14TH FLOOR
MIAMI, FL 33131 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: FRED K. LICKSTEIN 01/19/2006

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGRM () Delete Title: () Change () Addition

 Name:
 COHEN, KENNETH
 Name:

 Address:
 119 W. 57TH ST. PENTHOUSE SOUTH
 Address:

 City-St-Zip:
 NEW YORK, NY 10019
 City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the 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: KENNETH COHEN MGRM 01/19/2006