2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000033344

Entity Name: HORIZON PALMS LLC

FILED Apr 29, 2005 Secretary of State

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

3740 CURTIS BLVD., SUITE 112 3760 CURTIS BLVD., SUITE 606 PORT ST. JOHN, FL 32927 PORT ST. JOHN, FL 32927

Current Mailing Address: New Mailing Address:

3740 CURTIS BLVD., SUITE 112 3760 CURTIS BLVD., SUITE 606 PORT ST. JOHN, FL 32927 PORT ST. JOHN, FL 32927

FEI Number: 36-4553829 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:

YUSEM, MELVYN R
3740 CURTIS BLVD., SUITE 112
PORT ST. JOHN, FL 32927 US

CCG HOLDINGS INC
3760 CURTIS BLVD., SUITE 606
PORT ST. JOHN, FL 32927 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: CARMINE FERRARO, PRESIDENT 04/29/2005

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS: ADDITIONS/CHANGES:

Title: () Delete Title: MM () Change (X) Addition Name: RUTTER, JOSIAH B

 Name:
 RUTTER, JOSIAH B

 Address:
 Address:
 3760 CURTIS BLVD #606

 City-St-Zip:
 City-St-Zip:
 PORT ST JOHN, FL 32927

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

 Name:
 Name:
 CARMEL DEVELOPMENT., LLC

 Address:
 Address:
 3760 CURTIS BLVD #606

 City-St-Zip:
 City-St-Zip:
 PORT ST. JOHN, FL 32927

I hereby certify that the information supplied with this filing does not qualify for the 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 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: CARMINE FERRARO, PRES, CCG HOLDINGS INC M 04/29/2005