2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000069357

Entity Name: SARAH CAROLINE HOLDINGS, LLC

FILED Mar 28, 2007 Secretary of State

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

3650 BELLE VISTA DR.
ST. PETERSBURG BEACH, FL 33706
3650 BELLE VISTA DR.
ST. PETE BEACH, FL 33706

Current Mailing Address: New Mailing Address:

3650 BELLE VISTA DR.
ST. PETERSBURG BEACH, FL 33706
3650 BELLE VISTA DR.
ST. PETE BEACH, FL 33706

FEI Number: 20-1672326 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:

JACOBSON, RICHARD A

501 E. KENNEDY BLVD STE. 1700

TAMPA, FL 33602 US

MIKSCH, DIANE

4615 GULF BLVD., SUITE 201

ST. PETE BEACH, FL 33706 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: DIANE MIKSCH 03/28/2007

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

Name:MACKENZIE, GREGORYName:MACKENZIE, GREGORYAddress:18 HOLLY LODGE GARDENSAddress:3650 BELLE VISTA DR.City-St-Zip:LONDON, ENGLAND, OC N66AACity-St-Zip:ST. PETE BEACH, FL 33706

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: GREGORY MACKENZIE MGR 03/28/2007