2011 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000070830

Entity Name: SOUTH OF FIFTH, LLC

FILED Mar 15, 2011 Secretary of State

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

425 EAST 61ST STREET 4TH FLOOR NEW YORK, NY 10065

Current Mailing Address: New Mailing Address:

425 EAST 61ST STREET 4TH FLOOR NEW YORK, NY 10065

FEI Number: 20-1660423 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:

CHAVA, GENET E
2200 MUSEUM TOWER
150 WEST FLAGLER
MIAMI, FL 33130 US

KLEIN, CHAVA E
150 WEST FLAGLER
MUSEUM TOWER-SUITE 2200
MIAMI, FL 33130 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: CHAVA E KLEIN 03/15/2011

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGR

 Name:
 SOPHER, JACOB

 Address:
 425 EAST 61 ST

 City-St-Zip:
 NEW YORK, NY 10065

Title: MGR

Name: LAQUER, EDIE

Address: 200 S. BISCAYNE BLVD., STE 2930

City-St-Zip: MIAMI, FL 33131

Title: VP

 Name:
 MARRELL, GARY R

 Address:
 425 EAST 61ST STREET

 City-St-Zip:
 NEW YORK, NY 10065

I hereby 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 Statues.

SIGNATURE: GARY R MARRELL VP 03/15/2011