2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000088339

Entity Name: FRED HOLDINGS, LLC

FILED Apr 30, 2007 Secretary of State

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

800 WEST AVENUE APT. 736

MIAMI BEACH, FL 33139 US

Current Mailing Address: New Mailing Address:

800 WEST AVENUE APT.736

MIAMI BEACH, FL 33139 US

FEI Number: 20-1970811 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:

DE LUCIA, EMANUELE 800 WEST AVENUE UNIT 736 MIAMI BEACH, FL 33139 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:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

 Name:
 DE LUCIA, EMANUELE
 Name:

 Address:
 800 WEST AVENUE, #736
 Address:

 City-St-Zip:
 MIAMI, FL 33139 US
 City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify 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: EMANUELE DE LUCIA MGRM 04/30/2007