2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000088339

Entity Name: FRED HOLDINGS, LLC

FILED Apr 10, 2009 Secretary of State

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

800 WEST AVENUE 41 SE 5TH STREET

APT. 736 SUITE 2103

MIAMI BEACH, FL 33139 US MIAMI, FL 33131 US

Current Mailing Address: New Mailing Address:

800 WEST AVENUE 41 SE 5TH STREET APT.736 SUITE 2103

MIAMI BEACH, FL 33139 US SUITE 2103
MIAMI, FL 33131 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
41 SE 5TH STREET
UNIT 736
SUITE 2103
MIAMI BEACH, FL 33139 US
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: EMANUELE DE LUCIA

EMANUELE DE LUCIA 04/10/2009

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGRM () Delete Title: MGRM (X) Change () Addition Name: DE LUCIA, EMANUELE Name: DE LUCIA, EMANUELE

Name: DE LOCIA, EMANOELE Name: DE LOCIA, EMANOELE Address: 800 WEST AVENUE, #736 Address: 41 SE 5TH STREET SUITE 2103

City-St-Zip: MIAMI, FL 33139 US City-St-Zip: MIAMI, FL 33131 US

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

Name: Name: JUANA, CASTANEDA

Address: Address: 800 CLAUGHTON ISLAND DRIVE UNIT 603

City-St-Zip: City-St-Zip: MIAMI, FL 33131 US

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

 Name:
 Name:
 GARCIA, ESPERANZA

 Address:
 Address:
 2905 PRAIRIE AVENUE

 City-St-Zip:
 City-St-Zip:
 MIAMI BEACH, FL 33140 US

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 04/10/2009