2008 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000090088

Entity Name: PALM BAY STUDIOS 3, LLC

FILED May 31, 2008 Secretary of State

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

770 N.E. 69 STREET, STE. 5-D MIAMI, FL 33138

Current Mailing Address: New Mailing Address:

770 N.E. 69 STREET, STE. 5-D MIAMI, FL 33138

FEI Number: 73-1725201 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

COLLETTI, JOSEPH R
3550 BISCAYNE BLVD., STE. 610
MIAMI, FL 33137 US

COLLETTI, JOSEPH R
4770 BISCAYNE BLVD.
MIAMI, FL 33137 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: 05/31/2008

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

 Name:
 EHRLICH, PETER R JR
 Name:

 Address:
 770 N.E. 69 STREET, STE. 5-D
 Address:

 City-St-Zip:
 MIAMI, FL 33138
 City-St-Zip:

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

 Name:
 HOGLE, TIMOTHY
 Name:

 Address:
 720 N.E. 69 STREET, STE. 19 N
 Address:

 City-St-Zip:
 MIAMI, FL 33138
 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: PETER EHRLICH MEM 05/31/2008