

**FILED**  
**Apr 28, 2008 8:00 am**  
**Secretary of State**

02-15-2008 90052 008 \*\*\*138.75

**2008 LIMITED LIABILITY COMPANY  
ANNUAL REPORT**

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                |                                                                                                                                                                      |                                                                   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|
| <b>DOCUMENT # L04000091593</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                |                                                                                                                                                                      |                                                                   |
| <b>1. Entry Name</b><br>NAPLES FUND LLC                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                |                                                                                                                                                                      |                                                                   |
| <b>Principal Place of Business</b><br>1004 COLLIER CENTER WAY<br>SUITE 103<br>NAPLES, FL 34110                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                | <b>Mailing Address</b><br>1004 COLLIER CENTER WAY<br>SUITE 1003<br>NAPLES, FL 34110                                                                                  |                                                                   |
| <b>2. Principal Place of Business - No P.O. Box #</b><br>23150 Fashion Dr                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                | <b>3. Mailing Address</b><br>23150 Fashion Dr                                                                                                                        |                                                                   |
| <b>Suite, Apt. #, etc.</b><br>231                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                | <b>Suite, Apt. #, etc.</b><br>231                                                                                                                                    |                                                                   |
| <b>City &amp; State</b><br>Estero                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                | <b>City &amp; State</b><br>Estero                                                                                                                                    |                                                                   |
| <b>Zip</b><br>33928                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                | <b>Country</b><br>US                                                                                                                                                 |                                                                   |
| <b>6. Name and Address of Current Registered Agent</b><br>MCINTYRE, PAUL J<br>3739 WOODLAKE DRIVE<br>BONITA SPRINGS, FL 34134                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                | <b>7. Name and Address of New Registered Agent</b><br>Name: _____<br>Street Address (P.O. Box Number is Not Acceptable) _____<br>City _____ <b>FL</b> Zip Code _____ |                                                                   |
| <b>8. 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. I am familiar with, and accept the obligations of registered agent.</b>                                                                                                                                                                                                                                                                          |                                                                                |                                                                                                                                                                      |                                                                   |
| <b>SIGNATURE</b> _____ (NOTE: Registered Agent signature required when transferring) <b>DATE</b> _____                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                |                                                                                                                                                                      |                                                                   |
| <b>FILE NOW!!! FEE IS \$138.75</b><br><b>After May 1, 2008 Fee will be \$538.75</b>                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                | Make check payable to<br>Florida Department of State                                                                                                                 |                                                                   |
| <b>9. MANAGING MEMBERS/MANAGERS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                | <b>10. ADDITIONS/CHANGES</b>                                                                                                                                         |                                                                   |
| <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>MGR</b><br>MCINTYRE, PAUL J<br>3739 WOODLAKE DR<br>BONITA SPRINGS, FL 34134 | <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/> Delete                                                | <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/> Delete                                                | <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/> Delete                                                | <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/> Delete                                                | <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                                                                                                                                                                                                                                                                                                                                                                | <input type="checkbox"/> Delete                                                | <b>TITLE</b><br><b>NAME</b><br><b>STREET ADDRESS</b><br><b>CITY - ST - ZIP</b>                                                                                       | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>11. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my 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 of the record or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.</b> |                                                                                |                                                                                                                                                                      |                                                                   |
| <b>SIGNATURE:</b> <b>Paul McIntyre</b> <b>04.28.08 2395935525</b>                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                |                                                                                                                                                                      |                                                                   |