

2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

**FILED
May 17, 2006
Secretary of State**

DOCUMENT# L05000004085

Entity Name: KEYBAY FUND II, LLC

Current Principal Place of Business:

1781 HARBOR POINT CIRCLE
WESTON, FL 33327

New Principal Place of Business:

Current Mailing Address:

1781 HARBOR POINT CIRCLE
WESTON, FL 33327

New Mailing Address:

FEI Number: 20-2172797 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)
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:

ATRIUM REGISTERED AGENTS, INC.
1500 SAN REMO AVENUE, SUITE 125
CORAL GABLES, FL 33146 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: MGR () Delete
Name: DUHAU, ALBERTO
Address: 1781 HARBOR POINT CIRCLE
City-St-Zip: WESTON, FL 33327

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: MGR () Delete
Name: NEUSS, GERMAN
Address: 1781 HARBOR POINT CIRCLE
City-St-Zip: WESTON, FL 33327

Title: () Change () Addition
Name:
Address:
City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the 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: ALBERTO DUHAU

MR

05/17/2006

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date