2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L07000110340

Entity Name: BETHEL ROAD APARTMENTS GP, LLC

FILED Jan 28, 2009 Secretary of State

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

BRANDYWINE CENTRE 1 580 VILLAGE BLVD - STE 360 W PALM BEACH, FL 33409

Current Mailing Address: New Mailing Address:

BRANDYWINE CENTRE 1 580 VILLAGE BLVD - STE 360 W PALM BEACH, FL 33409

FEI Number: 26-1337012 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:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA 390 N ORANGE AVE STE 1400 ORLANDO, FL 32801 US THE RICHMAN GROUP OF FLORIDA, INC. THE BRANDYWINE CENTRE I 580 VILLAGE BLVD., SUITE 360 WEST PALM BEACH, FL 33409 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: KRISTIN M. MILLER 01/28/2009

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: SM () Delete Title: () Change () Addition

 Name:
 TRG MEMBER, LLC,
 Name:

 Address:
 CENTRE 1, 580 VILLAGE BLVD., STE 360
 Address:

 City-St-Zip:
 WEST PALM BEACH, FL 33409
 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: KRISTIN M. MILLER PRES 01/28/2009