2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L07000124653

Entity Name: CARTHAGE PROPERTIES, LLC

FILED Apr 29, 2009 Secretary of State

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

2665 SOUTH BAYSHORE DRIVE 133 SEVILLA AVENUE SUITE 601 CORAL GABLES, FL 33134

COCONUT GROVE, FL 33133

COCONUT GROVE, FL 33133

Current Mailing Address: New Mailing Address:

2665 SOUTH BAYSHORE DRIVE 133 SEVILLA AVENUE CORAL GABLES, FL 33134

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

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

DENNIS, RICHARD C
2665 SOUTH BAYSHORE DRIVE
SUITE 601
COCONUT GROVE, FL 33133 US

DENNIS, RICHARD C
133 SEVILLA AVENUE
CORAL GABLES, FL 33134 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: 04/29/2009

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

 Name:
 DENNIS, RICHARD C
 Name:
 DENNIS, RICHARD C

 Address:
 2665 S BAYSHORE DR STE 601
 Address:
 133 SEVILLA AVENUE

 City-St-Zip:
 COCONUT GROVE, FL 33133
 City-St-Zip:
 CORAL GABLES, FL 33134

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

Name:LORIE, CATHERINE HName:LORIE, CATHERINE HAddress:2665 S BAYSHORE DR STE 601Address:133 SEVILLA AVENUECity-St-Zip:COCONUT GROVE, FL 33133City-St-Zip:CORAL GABLES, FL 33134

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: CATHERINE H. LORIE VST 04/29/2009