2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L98000001981

Entity Name: SUN FUN & RETIREMENT, L.L.C.

FILED Jan 30, 2004 Secretary of State

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

2359 TWIN BAY VIEW FORT WALTON BEACH, FL 32547

Current Mailing Address: New Mailing Address:

2359 TWIN BAY VIEW FORT WALTON BEACH, FL 32547

FEI Number: 59-3538300 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:

FLEET, H. BART FLEET, SPENCER, MARTIN & KILPATRICK, PA 1104 EGLIN PARKWAY SHALIMAR, FL 325790000 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/MEMBERS:

ADDITIONS/CHANGES:

Title: MGRM () Delete Title: MGR (X) Change () Addition Name: BLUMBERG, GAYLE Name: BLUMBERG, GAYLE

Address: 2359 TWIN BAY VIEW
City-St-Zip: FORT WALTON BEACH, FL 32547
Address: 2359 TWIN BAY VIEW
City-St-Zip: FORT WALTON BEACH, FL 32547
City-St-Zip: FORT WALTON BEACH, FL 32547

Title: MEM () Delete Title: MGRM (X) Change () Addition BLUMBERG, THEODORE MRS. Name: BLUMBERG, THEODORE MRS. Name: Address: 2960 OUTLOOK COURT Address: 2960 OUTLOOK COURT City-St-Zip: BEAVERCREEK, OH 45434 City-St-Zip: BEAVERCREEK, OH 45434

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

 Name:
 WILSON, CHRISTOPHER J
 Name:
 WILSON, CHRISTOPHER J

 Address:
 6258 VISTA RIDGE
 Address:
 6258 VISTA RIDGE

Address: 6258 VISTA RIDGE
City-St-Zip: MADERIA, OH 45227

Address: 6258 VISTA RIDGE
City-St-Zip: MADERIA, OH 45227

MADERIA, OH 45227

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

 Name:
 WILSON, BETSY
 Name:
 WILSON, BETSY

 Address:
 6258 VISTA RIDGE
 Address:
 6258 VISTA RIDGE

 City-St-Zip:
 MADERIA, OH 45227
 City-St-Zip:
 MADERIA, OH 45227

Title: MEM () Delete Title: MGRM (X) Change () Addition Name: BLUMBERG, LAWRENCE B Name: BLUMBERG, LAWRENCE B Address: 2359 TWIN BAY VIEW Address: 2359 TWIN BAY VIEW

City-St-Zip: FORT WALTON BEACH, FL 32547 City-St-Zip: FORT WALTON BEACH, FL 32547

Title: MEM () Delete Title: MGRM (X) Change () Addition Name: JONES, JOHN G Name: JONES, JOHN G

 Name:
 JONES, JOHN G
 Name:
 JONES, JOHN G

 Address:
 917 PRINCETON ROAD
 Address:
 917 PRINCETON ROAD

 City-St-Zip:
 TERRACE PARK, OH 45174
 City-St-Zip:
 TERRACE PARK, OH 45174

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), 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: GAYLE BLUMBERG MGR 01/30/2004