2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT # L99000001507

1. Entity Name

FAIRGROUNDS HOLDING GP LLC



Principal Place of Business

C/O GOODMAN PROPERTIES, INC. 777 SOUTH FLAGLER DRIVE, SUITE 1101E WEST PALM BEACH, FL 33401 Mailing Address

C/O GOODMAN PROPERTIES, INC. 777 SOUTH FLAGLER DRIVE, SUITE 1101E WEST PALM BEACH, FL 33401

FILED May 08, 2006 8:00 am Secretary of State

05-08-2006 90040 026 ****55.00

04202006 No Chg-LLC

CR2E083 (11/05)

4. FEI Number Applied For NOT APPLICABLE Applied For Not Applicable

5. Certificate of Status Desired Status Desired Fee Required

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6. Name and Address of Current Registered Agent

SHEWALTER, WILLIAM A C/O GOODMAN PROPERTIES, INC. 777 SOUTH FLAGLER DRIVE, SUITE 1104 WEST PALM BEACH. FL 33401

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	bove named entity submits this statement for the purpose of chapting the purpose of chapting at the pu	anging its registered office or registered agent, or both, in the	State of Florida. I am familiar with, and accept
SIGNATI	JRE		
	Signature, typed or printed name of registered agent and title if applicable.	(NOTE: Registered Agent signature required when reinstating)	DATE
	Filing Fee Is \$50.00 Due by May 1, 2006		
9.	MANAGING MEMBERS/MANAGERS		
TITLE	MGR	- 	;

GOODMAN PROPERTIES, INC. STREET ADDRESS 777 SOUTH FLAGLER DRIVE, SUITE 1104 WEST PALM BEACH, FL 33401 CITY-ST-ZIP TITLE GOODMAN, MURRAY H NAME 777 SOUTH FLAGLER DRIVE, SUITE 1101E STREET ADDRESS CITY-ST-ZIP WEST PALM BEACH, FL 33401 TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP NAME STREET ADDRESS CITY-ST-ZIP

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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 or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

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SIGNATURE

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April 27, 2006

561-833-3777

Date

Daytime Phone #