


**2005 LIMITED LIABILITY COMPANY
ANNUAL REPORT**

FILED
Apr 26, 2005 08:00 AM
Secretary of State

DOCUMENT # L99000009242 1. Entity Name TPI HOLDINGS, LLC	
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Principal Place of Business 7380 SAND LAKE ROAD, SUITE 600 ORLANDO, FL 32819	Mailing Address 7380 SAND LAKE ROAD, SUITE 600 ORLANDO, FL 32819
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DO NOT WRITE IN THIS SPACE



04152005No Chg-LLC

CR2E083 (10/03)

4. FEI Number 59-3620870	Applied For Not Applicable
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5. Certificate of Status Desired <input checked="" type="checkbox"/>	\$5.00 Additional Fee Required
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6. Name and Address of Current Registered Agent A.G.C. CO. 200 SOUTH ORNAGE AVENUE, SUITE 2300 ORLANDO, FL 32801

**DO NOT WRITE
IN THIS SPACE**

8. 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. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE _____

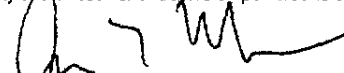
**Filing Fee is \$50.00
Due by May 1, 2005**

9. MANAGING MEMBERS/MANAGERS	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGRM TEMPUS PALMS INTERNATIONAL, LTD. 7380 SAND LAKE ROAD, SUITE 600 ORLANDO, FL 32819
TITLE NAME STREET ADDRESS CITY-ST-ZIP	
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04/26/05-80086-012 55.00

**DO NOT WRITE
IN THIS SPACE**

11. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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.

SIGNATURE:  Andrew Marcus,
VP of TMI, Inc., GP of
High Member
4/18/05 407-226-1000
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, OR AUTHORIZED REPRESENTATIVE Date Daytime Phone #