


# 2005 LIMITED LIABILITY COMPANY REINSTATEMENT

**FILED**  
05 JUN 21 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<b>DOCUMENT # M03000002397</b> 1. Entity Name SECOND FAIRGROUNDS HOLDING GP LLC					
Principal Place of Business 777 SOUTH FLAGLER DRIVE, SUITE 1101-E WEST PALM BEACH, FL 33401			Mailing Address 777 SOUTH FLAGLER DRIVE, SUITE 1101-E WEST PALM BEACH, FL 33401		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country		
05252005			REIN-LLC		CR2E101 (6/04)
4. FEI Number				Applied For	
				Not Applicable	
5. Certificate of Status Desired				<input checked="" type="checkbox"/> <b>\$5.00</b> Additional Fee Required	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
SHEWALTER, WILLIAM A 777 SOUTH FLAGLER DRIVE, SUITE 1101-E WEST PALM BEACH, FL 33401			Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code		
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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable.</small>					
<b>FILE NOW!!! FEE IS \$200.00</b>		Make check payable to Florida Department of State			
9. MANAGING MEMBERS / MANAGERS			10. ADDITIONS / CHANGES		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	MGR GOODMAN PROPERTIES, INC. 777 SOUTH FLAGLER DRIVE, SUITE 1101-E WEST PALM BEACH, FL 33401		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
<b>REINSTATEMENT 2004-2005</b> 200056820572 06/30/05--01064--007 **100.00					
11. I hereby certify that the information supplied with this filing does not qualify 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 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.					
Goodman Properties, Inc., manager by: <u>William A. Shewalter</u> <b>SIGNATURE:</b> William A. Shewalter, Vice President					
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE				Date 6-16-05	Daytime Phone # 561-833-3777

M03000002397

June 17, 2005

Division of Corporations  
Personal and Confidential  
Attention: Buck Kohr  
P.O. Box 6327  
Tallahassee, FL 32314



FILED  
05 JUN 21 AM 7:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: 2005 Uniform Business Report  
Second Fairgrounds Holding GP LLC  
Fairgrounds Associates, Ltd.  
Second Fairgrounds Associates, Ltd.

Dear Mr. Kohr:

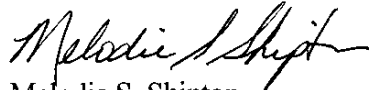
Thank you for your excellent assistance informing us how we should complete the filing of the 2005 Uniform Business Reports stated above. Please be advised that we did not receive the form for Second Fairgrounds Holding GP LLC (the Delaware LLC #M03000002397), which serves as general partner of the two partnerships.

As instructed we have completed the LLC's reinstatement form and enclosed our \$105.00 check # 29443 which includes a \$50.00 filing fee for each year, 2004 and 2005, and \$5.00 for the 2005 Certificate of Status. The 2005 UBR's for Fairgrounds Associates, Ltd. (#A98000000697) and Second Fairgrounds Associates, Ltd. (#A00000000048) are merely being returned as originally filed.

Please process these reports and issue the Certificates of Status. Thank you for your attention to this matter.

Very truly yours,

THE GOODMAN COMPANY



Melodie S. Shipton  
Controller

MSS/me