2007 LIMITED LIABILITY COMPANY REINSTATEMENT

DOCUMENT# M03000003370

Entity Name: RESORT OF PALM BEACH, LLC

FILED Jan 02, 2007 Secretary of State

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

700 SOUTH ROSEMARY AVE., STE. 202A WEST PALM BEACH, FL 33401

Current Mailing Address: New Mailing Address:

651 OKEECHOBEE BLVD.

SUITE 507

WEST PALM BEACH, FL 33401

700 SOUTH ROSEMARY AVENUE SUITE 202

WEST PALM BEACH, FL 33401

WEST PALM BEACH, FL 33401

FEI Number: 22-3794044 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

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

CILIONE, FRANK A
651 OKEECHOBEE BLVD.
SUITE 507
WEST PALM BEACH, FL 33401 US
CILIONE, FRANK A
700 SOUTH ROSEMARY AVENUE
SUITE 202
WEST PALM BEACH, FL 33401 US
WEST PALM BEACH, FL 33401 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: FRANK A. CILIONE 01/02/2007

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title:MGR() DeleteTitle:MGR(X) Change () AdditionName:FACT HOLDINGS RESORT, , LLCName:FACT HOLDINGS RESORT, , LLCAddress:651 OKEECHOBEE BLVD., SUITE 507Address:700 SOUTH ROSEMARY AVECity-St-Zip:WEST PALM BEACH, FL 33401City-St-Zip:WEST PALM BEACH, FL 33401

I hereby certify that the information supplied with this filing does not qualify for the 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: FRANK A. CILIONE MGR 01/02/2007