

2008 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M03000003726

FILED
Apr 29, 2008
Secretary of State

Entity Name: SECOND MERGER SUB, LLC

Current Principal Place of Business:

C/O HOMETOWN AMERICA
150 N. WACKER DRIVE, SUITE 2800
CHICAGO, IL 60606

New Principal Place of Business:

C/O HOMETOWN AMERICA 150 N. WACKER DRIVE
SUITE 2800
CHICAGO, IL 60606 US

Current Mailing Address:

C/O HOMETOWN AMERICA
150 N. WACKER DRIVE, SUITE 2800
CHICAGO, IL 60606

New Mailing Address:

C/O HOMETOWN AMERICA 150 N. WACKER DRIVE
SUITE 2800
CHICAGO, IL 60606 US

FEI Number: 38-3140664

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

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/MANAGERS:

Title: MGR () Delete
Name: HOMETOWN COMMUNITIES, LIMITED PARTN E RSHIP
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

Title: CEO () Delete
Name: CLINE, RICHARD G
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

Title: CIO () Delete
Name: ZILIS, PATRICK C
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

Title: PRES () Delete
Name: O'BERRY, GREGORY A
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

Title: VP () Delete
Name: CURATOLO, THOMAS
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

Title: SVP () Delete
Name: BRAUN, STEPHEN H
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

ADDITIONS/CHANGES:

Title: MGRM (X) Change () Addition
Name: HOMETOWN COMMUNITIES, LIMITED PARTN E RSHIP
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606

Title: CEO (X) Change () Addition
Name: CLINE, JR, RICHARD G
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606 US

Title: CIO (X) Change () Addition
Name: ZILIS, PATRICK C
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606 US

Title: PRES (X) Change () Addition
Name: O'BERRY, GREGORY A
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606 US

Title: VP,T (X) Change () Addition
Name: CURATOLO, THOMAS
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606 US

Title: SVP (X) Change () Addition
Name: BRAUN, STEPHEN H
Address: 150 N. WACKER DRIVE, SUITE 2800
City-St-Zip: CHICAGO, IL 60606 US

I hereby certify that the information supplied with this filing does not qualify 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: MARCELA GODOY, AUTHORIZED AGENT

MGRM

04/29/2008

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date