

2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M04000001343

Entity Name: CNL RESORT SPE GP, LLC

FILED
Feb 18, 2005
Secretary of State

Current Principal Place of Business:

450 SO. ORANGE AVENUE
ORLANDO, FL 32801

New Principal Place of Business:

450 S. ORANGE AVENUE
ORLANDO, FL 32801

Current Mailing Address:

450 SO. ORANGE AVENUE
ORLANDO, FL 32801

New Mailing Address:

PO BOX 2226
ORLANDO, FL 32802

FEI Number: 20-0965611

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

SCARCELLI, LINDA A
450 SO. ORANGE AVENUE
ORLANDO, FL 32801 US

Name and Address of New Registered Agent:

THOMAS, STEPHANIE J
450 S. ORANGE AVENUE
ORLANDO, FL 32801 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: STEPHANIE J THOMAS

02/18/2005

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MEMBERS:

Title: MGR () Delete
Name: GRISWOLD, JOHN A
Address: 450 SO. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

Title: MGR () Delete
Name: BLOOM, BARRY A
Address: 450 SO. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

Title: MGR () Delete
Name: WILLIAMS, PAUL H
Address: 450 SO. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

Title: MGR () Delete
Name: COX, FREDERICK O
Address: 1400 NORTH LAKE WAY
City-St-Zip: PALM BEACH, FL 33480

Title: MGR () Delete
Name: MORGAN, MICHAEL O
Address: 103 FAULK ROAD
City-St-Zip: WILMINGTON, DE 19803

ADDITIONS/CHANGES:

Title: MGR (X) Change () Addition
Name: GRISWOLD, JOHN A
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

Title: MGR (X) Change () Addition
Name: BLOOM, BARRY A
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

Title: MGR (X) Change () Addition
Name: STRICKLAND, C. BRIAN
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 32801

Title: MGR (X) Change () Addition
Name: ANGELO, BERNARD J
Address: 445 BROAD HOLLOW RD
City-St-Zip: MELVILLE, NY 11747

Title: MGR (X) Change () Addition
Name: MORGAN, MICHAEL G
Address: 103 FOULK ROAD
City-St-Zip: WILMINGTON, DE 19803

I hereby certify that the information supplied with this filing does not qualify for the 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 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: STEPHANIE J THOMAS

AS

02/18/2005

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