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FILED
May 01, 2006 08:00 AM
Secretary of State

DOCUMENT # M04000002597

1. Entity Name

HERITAGE HARBOUR APARTMENTS, LLC



Principal Place of Business

C/O THE BAINBRIDGE COMPANIES 12791 W. FOREST HILL BOULEVARD, STE, 5B WELLINGTON, FL 33414 Malling Address

C/O THE BAINBRIDGE COMPANIES 12791 W. FOREST HILL BOULEVARD, STE. 5B WELLINGTON, FL 33414



03202006 No Chg-LLC

CR2E083 (11/05)

4. FEI Number 16-1702832 Applied For Not Applicable

5. Certificate of Status Desired

\$5.00 Additional Fee Regulred

6. Name and Address of Current Registered Agent

DEUTCH, JEFFREY A P.A. 7777 GLADES ROAD, STE. 300 BOCA RATON, FL 33434

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| 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, 2006

| 9. | MANAGING MEMBERS/MANAGERS |
|------------------------------------------------|--------------------------------------------------------------------------------------------------------------|
| IRLE NAME STREET ADDRESS CITY-ST-7IP | MGR BAINBRIDGE HERITAGE HARBOUR, LTD. 12791 W. FOREST HILL BOULEVARD, STE. 5B WELLINGTON, FL. 33414 |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | |
| TIFLE NAME STREET ADDRESS CITY-ST-ZIP | |
| THLE NAME STREET ADDRESS CITY-ST-ZIP | |
| TITLE NAME STREET ADDRESS GRY-ST-ZIP | |
| TIFLE NAME STREET ADDRESS CITY-ST-ZIP | |

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11. I hereby certify that the information supplied with this filling does not qualify for the exemptions contained in Chapter 119, 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 flability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE:

TURE: THO THE STATE OF THE STAT

Thomas J. Keady

4/20/06

561-333-3669

Date

Daytime Phane #