2007 LIMITED LIABILITY COMPANY AMENDED ANNUAL REPORT

DOCUMENT# M04000004222

Entity Name: WHALOU PROPERTIES II LLC

FILED Oct 17, 2007 Secretary of State

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

125 WORTH AVE., SUITE 220 PALM BEACH, FL 33480

Current Mailing Address: New Mailing Address:

125 WORTH AVE., SUITE 220 PALM BEACH, FL 33480

FEI Number: 87-0731302 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

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

VALDES-FAULI CORPORATE SERVICES, INC. 2 SOUTH BISCAYNE BLVD., SUITE 3400 MIAMI, FL 33131 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:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGRM () Delete Title: MGRM (X) Change () Addition
Name: SERENDIPITY MANAGEME, NT LTD. Name: PALM BEACH OFFICE PR, OPERTIES LLC

Address: R.G. HODGE PLAZA, 2ND FLOOR, UPPER MAIN ST Address: 225 N.E. MIZNER BLVD, STE 200

City-St-Zip: BRITISH VIRGIN ISLANDS, City-St-Zip: BOCA RATON, FL 33432

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: TODD AMARA AREP 10/17/2007