

2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M05000000374

FILED
Mar 27, 2006
Secretary of State

Entity Name: CNL RETIREMENT HB3 WILLOWBROOK HOUSTON TX GP, LLC

Current Principal Place of Business:

450 S. ORANGE AVENUE
ORLANDO, FL 328013336

New Principal Place of Business:

420 S. ORANGE AVENUE
SUITE 500
ORLANDO, FL 32801

Current Mailing Address:

450 S. ORANGE AVENUE
ORLANDO, FL 328013336

New Mailing Address:

420 S. ORANGE AVENUE
SUITE 500
ORLANDO, FL 32801

FEI Number: 76-0774209

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

PATTERSON, AMY J
450 S. ORANGE AVENUE
ORLANDO, FL 328013336 US

Name and Address of New Registered Agent:

PATTERSON, AMY J
420 S. ORANGE AVENUE
SUITE 500
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:

03/27/2006

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGR () Delete
Name: HUTCHISON, THOMAS J III
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 328013336

Title: MGR () Delete
Name: BEEBE, STUART J
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 328013336

Title: MGR () Delete
Name: BOURNE, ROBERT A
Address: 450 S. ORANGE AVENUE
City-St-Zip: ORLANDO, FL 328013336

ADDITIONS/CHANGES:

Title: MGR (X) Change () Addition
Name: BEEBE, STUART J
Address: 420 S. ORANGE AVENUE, STE. 500
City-St-Zip: ORLANDO, FL 32801

Title: MGR (X) Change () Addition
Name: HETTINGA, CLARK
Address: 420 S. ORANGE AVENUE, STE. 500
City-St-Zip: ORLANDO, FL 32801

Title: () Change () Addition
Name:
Address:
City-St-Zip:

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: STUART J. BEEBE

MGR

03/27/2006

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