

2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M05000005174

FILED
Mar 20, 2007
Secretary of State

Entity Name: PALM BEACH CAPITAL GP II, LLC

Current Principal Place of Business:

180 ROYAL PALM WAY, SUITE 203
PALM BEACH, FL 33480

New Principal Place of Business:

505 S. FLAGLER DRIVE, SUITE 1400
WEST PALM BEACH, FL 33401

Current Mailing Address:

180 ROYAL PALM WAY, SUITE 203
PALM BEACH, FL 33480

New Mailing Address:

505 S. FLAGLER DRIVE, SUITE 1400
WEST PALM BEACH, FL 33401

FEI Number: 20-3451027

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE, SUITE 4
WESTON, FL 33331 US

Name and Address of New Registered Agent:

CORPORATE CREATIONS INTERNATIONAL INC.
11380 PROSPERITY FARMS ROAD #221E
PALM BEACH GARDENS, FL 33410 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: JAMES HURLEY

03/20/2007

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGR () Delete
Name: MCGRUDER, SHAUN L
Address: 180 ROYAL PALM WAY, SUITE 203
City-St-Zip: PALM BEACH, FL 33480

Title: MGR () Delete
Name: WARD, NATHAN S
Address: 180 ROYAL PALM WAY, SUITE 203
City-St-Zip: PALM BEACH, FL 33480

Title: MGR () Delete
Name: SCHLANGER, RICHARD M
Address: 180 ROYAL PALM WAY, SUITE 203
City-St-Zip: PALM BEACH, FL 33480

Title: MGR () Delete
Name: HARPEL, JAMES W
Address: 180 ROYAL PALM WAY, SUITE 203
City-St-Zip: PALM BEACH, FL 33480

Title: MGR () Delete
Name: SCHMICKLE, MICHAEL L
Address: 180 ROYAL PALM WAY, SUITE 203
City-St-Zip: PALM BEACH, FL 33480

Title: MGR () Delete
Name: KLEIN, ADAM
Address: 180 ROYAL PALM WAY, SUITE 203
City-St-Zip: PALM BEACH, FL 33480

ADDITIONS/CHANGES:

Title: MGR (X) Change () Addition
Name: MCGRUDER, SHAUN L
Address: 505 S. FLAGLER DRIVE, SUITE 1400
City-St-Zip: WEST PALM BEACH, FL 33401

Title: MGR (X) Change () Addition
Name: WARD, NATHAN S
Address: 505 S. FLAGLER DRIVE, SUITE 1400
City-St-Zip: WEST PALM BEACH, FL 33401

Title: MGR (X) Change () Addition
Name: SCHLANGER, RICHARD M
Address: 505 S. FLAGLER DRIVE, SUITE 1400
City-St-Zip: WEST PALM BEACH, FL 33401

Title: MGR (X) Change () Addition
Name: HARPEL, JAMES W
Address: 505 S. FLAGLER DRIVE, SUITE 1400
City-St-Zip: WEST PALM BEACH, FL 33401

Title: MGR (X) Change () Addition
Name: SCHMICKLE, MICHAEL L
Address: 505 S. FLAGLER DRIVE, SUITE 1400
City-St-Zip: WEST PALM BEACH, FL 33401

Title: MGR (X) Change () Addition
Name: KLEIN, ADAM
Address: 505 S. FLAGLER DRIVE, SUITE 1400
City-St-Zip: WEST PALM BEACH, FL 33401

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: SHAUN MCGRUDER

MGRM

03/20/2007

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