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7 FOR PROFIT CORPORATION ANNUAL REPORT		May 18, 2007 8:00 am Secretary of State
ENT # P03000055585		05-18-2007 90215 001 *2,550.00
VENETIAN BAY, INC.		

DOCUME 1. Entity Name **TARRAGON** SO WE **66019999** Principal Place of Business Mailing Address 1775 BROADWAY ATTN: KATHRYN MANSFIELD 23RD FLOOR 3100 MONTICELLO AVE., SUITE 200 NEW YORK, NY 10019 DALLAS, TX 75205 2. Principal Place of Business No P.O. Box # 3. Mailing Address 423 West SSth Street Suite, Apt. #, etc. Suite, Apt. #, etc. 05102007 Chg-P CR2E034 (12/06) 2th Floor City & State City & State 4. FEI Number Applied For 35-2205874 Not Applicable New York Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name C T CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 City Zip Code 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) FILE NOW!!! FEE IS \$550.00 9. Election Campaign Financing \$5.00 May Be Trust Fund Contribution. Added to Fees Due by September 14, 2007 ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 OFFICERS AND DIRECTORS 10. 11. ☐ Addition Change TITLE Delete TITLE FRIEDMAN, WILLIAM S NAME NAME 423 West 55th Street, 12th Floor STREET ADDRESS 1775 BROADWAY, 23RD FLOOR STREET ADDRESS New York, NY 10019 CITY - ST - ZIP NEW YORK, NY 10019 CITY-S1-ZIP Change Addition TITLE ☐ Delete TITLE ROTHENBERG, ROBERT P NAME NAME 423 West Street, 12th Floor New York, NY 10019 STREET ADDRESS 1775 BROADWAY, 23RD FLOOR STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP NEW YORK, NY 10019 Change **EVP** TITLE ■ Addition TITLE Delete NAME NAME PICKENS, ERIN D 3100 MONTICELLO AVE., STE, 200 STREET ADDRESS STREET ADDRESS DALLAS, TX 75205 CITY-ST-ZIP CITY-ST-ZIP Change Maddition TITLE TITLE **EVP** ☐ Delete RUBENSTEIN, CHARLES NAME NAME STREET ADDRESS 423 West 55th Street, 12th Floor STREET ADDRESS 1775 BROADWAY, 23RD FLOOR New York NY 10019 CITY-ST-ZIP NEW YORK, NY 10019 CITY-ST-ZIP ☐ Change TITLE Addition EVP ☐ Delete TITLE THOMPSON, WILLIAM NAME 346 QUINNIPIAC ST., 3RD FLOOR STREET ADDRESS STREET ADDRESS WALLINGFORD, CT 60492 CITY-ST-ZIP CITY-ST-ZIP Change Addition ☐ Delete TITLE THLE MANSFIELD, KATHRYN NAME NAME 3100 MONTICELLO AVE., STE. 200 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP **DALLAS, TX 75205** CITY-ST-ZIP

12. 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 or supplemental report is true and accurate and that my signature shall have the same legal effect as it made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

Kathrunttansfield, EVP 1/15/2007 214/599-2200 NATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICE