2011 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P05000060418

Entity Name: PHASE II HOLDINGS, INC.

FILED Feb 18, 2011 Secretary of State

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

18001 COLLINS AVENUE, 31ST FLOOR SUNNY ISLES BEACH, FL 33160 US

Current Mailing Address: New Mailing Address:

18001 COLLINS AVENUE, 31ST FLOOR SUNNY ISLES BEACH, FL 33160 US

FEI Number: 20-2738299 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:

SHEAR, DAVID

201 ALHAMBRA CIRCLE STE 601

CORAL GABLES, FL 33134 US

STAMM, WARREN J

18001 COLLINS AVE

31ST FLOOR

SUNY ISLES, FL 33160 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.

in the State of Florida.

SIGNATURE: WARREN J STAMM 02/18/2011

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

Title: [

Name: DEZER, GIL

Address: 18001 COLLINS AVENUE, 31ST FLOOR City-St-Zip: SUNNY ISLES BEACH, FL 33160 US

Title: [

Name: DEZER, MICHAEL

Address: 18001 COLLINS AVENUE, 31ST FLOOR City-St-Zip: SUNNY ISLES BEACH, FL 33160 US

Title: D

Name: DEZER, NOEMI

Address: 18001 COLLINS AVENUE, 31ST FLOOR City-St-Zip: SUNNY ISLES BEACH, FL 33160 US

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if 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 above, or on an attachment with all other like empowered.

SIGNATURE: GIL DEZER D 02/18/2011