2006 FOR PROFIT CORPORATION ANNUAL REPORT

C(TY-ST-Z)P

SIGNATURE:

12. I hereby certify that the information supplied with this filing does not of indicated on this report or supplimental report is the and accurate at of the corporation or the receiver or trustee empowered to execute this changed, or on an attachment with an address, with all others.

Apr 27, 2006 08:00 AM Secretary of State **DOCUMENT # P00000078100** UPSON DOWNS, INC. Principal Place of Business Mailing Address 5501 HANCOCK ROAD 5501 HANCOCK ROAD FORT LAUDERDALE, FL 33330 FORT LAUDERDALE, FL 33330 01302008 No Chg-P CR2E034 (11/05) DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 65-1036415 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent HEYER GOLD, BARBARA A DO NOT WRITE 1311 SE 4TH AVE FT. LAUDERDALE, FL 33316 IN THIS SPACE 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. INOTE Registered Agent signature required when reinstating) \$5.00 May Be Added to Fees 9. Election Campaign Financing FILE NOWIII FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00 Trust Fund Contribution. 10. OFFICERS AND DIRECTORS TSTS.F HEYER GOLD, BARBARA A U00000536265 STREET ADDRESS 5501 HANCOCK ROAD CITY-ST-ZIP FORT LAUDERDALE, FL 33330 NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS DO NOT WRITE CITY-ST-ZIP TITLE IN THIS SPACE STREET ADDRESS CITY-ST-718 TITLE NAME SZREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS

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exemptions contained in Chapter 119, Florida Statutes. I further certify that the information figure shall have the same legal effect as if made under cath; that I am an officer or director burses by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if

4-20-06