2007 FOR PROFIT CORPORATION

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Apr 05, 2007 8:00 am Secretary of State ANNUAL REPORT 04-05-2007 90139 026 ***150 00 **DOCUMENT #821656** UNITED STATES AUTO CLUB, MOTORING DIVISION. Principal Place of Business Mailing Address 105 DECKER DR. 2 FL ELVIRA ZAVALA-CITI GROUP-IRVING, TX 75062 PO BOX 660460 DALLAS, TX 75266 2. Principal Place of Business - No P.O. Box # 3. Mailing Address 3350 Boyington Dr Suite, Apt. #, etc. Suite, Apt. #, etc. 02142007 Chg-P CR2E034 (12/06) City & State City & State 4. FEI Number Applied For Carrollton TX 75006 35-1142032 Not Applicable Zip Country Zip Country \$8.75 Additional 5. Certificate of Status Desired 75006 USA 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent C T CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND RD. PLANTATION, FL 33324 Zip Code FL 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 Florioa. 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) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2007 Fee will be \$550.00 Trust Fund Contribution. Added to Fees ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 OFFICERS AND DIRECTORS 10. 11. President/ Director TITLE Delete X Addition Change TITLE Thomas Boughton 3350 Boyington Dr Carrollton TX 75006 NAME WOODARD, LISA NAME STREET ADDRESS 105 DECKER DR 2ND FLOOR STREET ADDRESS IRVING, TX 75062 CITY-ST-ZIP CITY-ST-ZIP Executive Vice President Change Staley Cash 3350 Boyington Dr Carrollton TX 75006 TITLE X Delete TITLE DALY, TIMOTHY A NAME NAME STREET ADDRESS 250 CARPENTER FREEWAY STREET ADDRESS CITY-ST-ZIP IRVING, TX 75062 CITY-ST-ZIP CFO / Director William Bethell 3350 Boyington Dr Carrollton TX 75006 TITLE VPT X Defete TITLE X Addition Change NAME LEE, DON NAME STREET ADDRESS 105 DECKER DR 2FL STREET ADDRESS CITY-ST-ZIP IRVING, TX 75062 CITY-ST-ZIP X Delete TITLE Change Modition | VANCE, JENE A NAME NAME STREET ADDRESS 105 DECKER DR. 2 FL STREET ADDRESS CITY-ST-7/P IRVING, TX 75062 CITY-ST-ZIP TITLE Delete TITLE Change Addition NAME STREET ADDRESS STREET ADDRESS CITY-ST-7/P CITY-ST-ZIP Delete TITLE Change: TandibhA [NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-78

12. I hereby certify that the information supplied with this filing 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 if made under oath; that I am an officer or director of the corporation or the receiver or trusted 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.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

FILED