2007 FOR PROFIT CORPORATION **ANNUAL REPORT**

Thomas M. Barney

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Feb 12, 2007 8:00 am Secretary of State **DOCUMENT #324523** 02-12-2007 90072 048 ***150.00 1. Entity Name **BARNES GROVES INC** Principal Place of Business Mailing Address 40013527 865 20TH PLACE P O BOX 846 VERO BCH, FL 32961--084 US SUITE 1 VERO BEACH, FL 32960 2. Principal Place of Business - No P.O. Box # 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 01262007 Chg-P CR2E034 (12/06) City & State City & State 4. FEI Number Applied For 59-1201137 Not Applicable Zip Country Zip Country \$8.75 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent THOMAS M BARNES, JR Street Address (P.O. Box Number is Not Acceptable) 865 20TH PL STE 1 VERO BEACH, FL 32960 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) DATE \$5.00 May Be 9. Election Campaign Financing FILE NOW!!! FEE IS \$150.00 Trust Fund Contribution. Added to Fees After May 1, 2007 Fee will be \$550.00 10. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 PTD TITLE Delete TITLE ☐ Addition BARNES, THOMAS M JR NAME NAME 865 20TH PL STE 1 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP VERO BEACH, FL 32960 CITY-ST-ZIP TITLE ☐ Delete TIT! F ☐ Change ■ Addition SPARKS, SALLY NAME NAME 1886 4TH LN STREET ADDRESS STREET ADDRESS CITY-ST-ZIP VERO BEACH, FL 32962 CITY-ST-ZIP ☐ Defete TITLE Change ☐ Addition TITLE BARNES BRENNAN, MARY ANN NAME NAME Brennan, Mary Ann B. STREET ADDRESS 5100 20TH ST STREET ADDRESS CITY-ST-ZIP VERO BEACH, FL 32960 CITY-ST-7IP Change ☐ Addition ☐ Delete TITLE TITLE NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP Delete ☐ Change ☐ Addition TITLE TITLE NAME STREET ADDRESS STREET ADDRESS CITY-ST-78P City-St-718 Delete TITLE Change Addition TITLE NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-7IP 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 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 in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

Thomas M. Barnes, Jr.

2/9/2007 (772) 569-1163

Daytime Phone #

FILED