2005 FOR PROFIT CORPORATION **ANNUAL REPORT**

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF

MING OFFICER OR DIRECTOR

Apr 29, 2005 8:00 am Secretary of State **DOCUMENT #679567** 04-29-2005 90177 003 ***150.00 1. Entity Name UPTON INNS, INC. Principal Place of Business Mailing Address 861 BALLOUGH ROAD 861 BALLOUGH ROAD 50044598 DAYTONA BEACH, FL 32114 DAYTONA BEACH, FL 32114 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 04252005 Chg-P CR2E034 (10/03)-Applied For City & State City & State 4. FEI Number 59-2005699 Not Applicable Zip Country Zip Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent UPTON, HUGH D. Street Address (P.O. Box Number is Not Acceptable) 861 BALLOUGH ROAD DAYTONA BEACH, FL 32114 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) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 frust Fund Contribution. -[-] Added to Fees OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 10. PΠ ☐ Delete TITLE **™** Change ■ Addition TITLE UPTON, HUGH D NAME NAME 2712 S PENINSULA DRIVE STREET ADDRESS STREET ADDRESS DAYTONA BEACH, FL CITY-ST-7IP CITY-ST-ZIP 32118 ☐ Delete TITLE Change Addition TITLE UPTON, ROSEMARY J NAME 2712 S PENINSULA DRIVE STREET ADDRESS STREET ADDRESS DAYTONA BEACH, FL CITY-ST-ZIP CITY-ST-ZIP 32118 TITLE ☐ Delete TITLE ☐ Change ■ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-7IP ☐ Change Addition TITLE ☐ Delete TITLE NAME NAME STREET ADDRESS STREET ADDRESS C#TY-ST-ZIP CITY-ST-ZIP ☐ Delete TIRE Change ☐ Addition TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change ■ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP 12. I hereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i). 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 is a 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 tipe empowered.

FILED

4. 76 OS 386-947-9900

Daytima Phone #