2006 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

Feb 16, 2006 8:00 am **DOCUMENT #708863 Secretary of State** 1. Entity Name PENNEY RETIREMENT COMMUNITY, INC. 02-16-2006 90054 024 ****61.25 Principal Place of Business Mailing Address P.O. BOX 555 3495 HOFFMAN STREET PENNEY FARMS, FL 32079-0555 PENNEY FARMS, FL 32079-0555 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 02062006 Chg-NP CR2E037 (11/05) 4. FEI Number 59-0624420 Applied For City & State City & State Not Applicable Zip Country Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name RIGEL, ROBERT R Street Address (P.O. Box Number is Not Acceptable) 3495.HOFFMAN ST. PENNEY FARMS, FL 32079 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 DATE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing Make check payable to Filing Fee is \$61.25 - \$5.00 May Be \Box Florida Department of State Trust Fund Contribution. Added to Fees Due by May 1, 2006 10. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 10 11. TITLE D TITLE Delete Change ☐ Addition QUARITIUS, JACK H NAME NAME Quaritius, Jack H. STREET ADDRESS 2729 EAST HOLLY POINT ROAD STREET ADDRESS 2199 Astor Street, Unit 305 CITY-ST-ZIP ORANGE PARK, FL 32073 CITY-ST-ZIP Orange Park FL 32073 TIRE CD ☐ Delete TITLE ☐ Change Addition HAMMOCK, MICHAEL T NAME Bivins, Burney STREET ADDRESS 7800 BELFORT PKWY STE 165 STREET ADDRESS 1543-18b Kingsley Avenue CITY-ST-ZIP JACKSONVILLE, FL 32256 CITY-ST-ZIP Orange Park, FL 32073 Delete TITLE TITLE ☐ Change Addition PROCTOR, WILLIAM L NAME NAME Deppe, Kimberly 74 KING STREET STREET ADDRESS STREET ADDRESS -1801 Barrs Street, Suite-425 -- -CITY-ST-ZIP ST AUGUSTINE, FL 32084 CITY-ST-ZIP Jacksonville, FL 32204 ☐ Defete TITLE ☐ Change Addition s//D ZELLNER, MARY L NAME NAME Fisher, Laurena H. STREET ADDRESS STREET ADDRESS 4160 LEWIS AVENUE 4210 Wilbanks Avenue CITY-ST-ZIP PENNEY FARMS, FL 32079 CITY-ST-ZIP Penney Farms, FL 32079 Change ППЕ ☐ Delete TITLE ☐ Addition NAME SMYRES, ROBERT W NAME T. Kipp Gordon 4445 WILBANKS AVENUE, APT. 404-A STREET ADDRESS STREET ADDRESS PENNEY FARMS, FL 32079 CITY-ST-7IP 3041 Monument Road, Suite 2 CITY-ST-78P Jacksonville, FL 32225-1706 ☐ Change TITLE ☐ Delete TITLE Addition BEYER, NORMAN S NAME NAME STREET ADDRESS 3503 DWIGHT STREET STREET ADDRESS Huntley, Louis L. PENNEY FARMS, FL 32079 CITY-ST-ZIP 1890 Kingsley Avenue, Suite 101

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Cappe 1. Florida Statutes 3 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 617, 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 OF PRINTED PROJE OF SECRET OF DIRECTOR RObert R. Rigel, President

2-8-06

904-284-8200

Daytime Phone #

FILED

FVC/D Addition Irvine, Frances L. 2099 Winterbourne East, Unit 206 Orange Park, FL 32073-5678

ATTACHMENT 40014653

SVC/D Addition Jacoby, Walter I. 4395 Studio Road Penney Farms, FL 32079

Addition Megonegal, E. Russell 589 Hawkes Island Drive Green Cove Springs, FL 32043

Addition D Myers, John C., III 1845 Town Center Boulevard, Suite 105 Orange Park, FL 32003

D Addition Richey, Melvin D. 3435 Morton Street, Apt. 301-D Penney Farms, FL 32079

Addition Williams, John R. 3516 Morton Street Penney Farms, FL 32079