2009 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# 708863

FILED Jan 12, 2009 Secretary of State

Entity Name: PENNEY RETIREMENT COMMUNITY, INC.

Current Principal Place of Business: New Principal Place of Business:

3495 HOFFMAN STREET PENNEY FARMS, FL 320790555

Current Mailing Address: New Mailing Address:

P.O. BOX 555

PENNEY FARMS, FL 320790555

FEI Number: 59-0624420 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

RIGEL, ROBERT R 3495 HOFFMAN ST.

PENNEY FARMS, FL 32079 US

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.

SIGNATURE:

Flateria Circulus of Busidess I Asset

Electronic Signature of Registered Agent

Date

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: D () Delete Title: P (X) Change () Addition Name: QUARITIUS, JACK H Name: RIGEL, ROBERT R

Address: 2199 ASTOR STREET, UNIT 305 Address: 3495 HOFFMAN STREET
City-St-Zip: ORANGE PARK, FL 32073 City-St-Zip: PENNEY FARMS, FL 320790555

Title: D () Delete Title: C (X) Change () Additio

Title: D () Delete Title: C (X) Change () Addition
Name: BIVINS, BURNEY Name: FISH, WILLIAM D
Address: 1543-18B KINGSLEY AVE Address: 3495 HOFFMAN STREET

City-St-Zip: ORANGE PARK, FL 32073 City-St-Zip: PENNEY FARMS, FL 320790555

Title: D () Delete Title: S (X) Change () Addition Name: DEPPE, KIMBERLY Name: KEEFE, JUNE L

Address: 1880 PARADISE MOORINGS BLVD Address: 3495 HOFFMAN STREET
City-St-Zip: MIDDLEBURG, FL 32068 City-St-Zip: PENNEY FARMS, FL 320790555

Title: SD () Delete Title: D (X) Change () Addition

Name: FISHER, LAURENA H Name: HAMMOCK, MICHAEL T
Address: 4210 WILBANKS AVENUE Address: 4237 SALISBURY ROAD, SUITE 100, BLDG 1

City-St-Zip: PENNEY FARMS, FL 32079 City-St-Zip: JACKSONVILLE, FL 32216

City-Sezip. PENNET FARMIS, LE 32079 City-Sezip. SACKSONVIELE, LE 32210

Title: D () Delete Title: D (X) Change () Addition Name: GORDON, KIPP T Name: IRVINE, FRANCES L

Name: GORDON, KIPP T Name: IRVINE, FRANCES L
Address: 3041 MONUMENT ROAD, SUITE 2 Address: 2099 WINTERBOURNE EAST, UNIT 206

City-St-Zip: JACKSONVILLE, FL 322251706 City-St-Zip: ORANGE PARK, FL 320735678

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Title: () Delete Title: (X) Change () Addition BEYER, NORMAN S GORDON, THOMAS K Name: Name: Address: 3503 DWIGHT STREET Address: 3041 MONUMENT ROAD, SUITE 2 PENNEY FARMS, FL 32079 JACKSONVILLE, FL 322251706 City-St-Zip: City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated 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 electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: ROBERT R. RIGEL P 01/12/2009