2009 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F04000004867

Entity Name: SILVERLEAF RESORTS, INC.

FILED Feb 19, 2009 Secretary of State

Current Dringing Diago of Business			Now Bring	New Principal Place of Puginess	
Current Principal Place of Business: New Principal Place of Business: 1221 RIVER BEND, SUITE 120 DALLAS, TX 75247					
Current Mailing Address:			New Mailir	New Mailing Address:	
1221 RIVER BEND, SUITE 120 DALLAS, TX 75247					
FEI Number: 75-2259890 FEI Number Applied For ()		Number Not Applicable () Certificate of Status Desired ()			
Name and Address of Current Registered Agent: Name and Address of New Registered Agent:					
CAPITOL CORPORATE SERVICES, INC. 155 OFFICE PLAZA DR. SUITE A TALLAHASSEE, FL 32301 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:					
Electronic Signature of Registered Agent Date					
Election Campaign Financing Trust Fund Contribution ().					
OFFICERS AND DIRECTORS:			ADDITION	ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:	
Title: Name: Address: City-St-Zip:	P () D BRAYFIELD, SHA P.O. BOX 358 DALLAS, TX 752		Title: Name: Address: City-St-Zip:	P (X) Change () Addition BRAYFIELD, SHARON K P.O. BOX 358 DALLAS, TX 75313	
Title: Name: Address: City-St-Zip:	D () D BUDD, J. RICHAR 58 PIPING ROCK LOCUST VALLEY	ROAD	Title: Name: Address: City-St-Zip:	D (X) Change () Addition BUDD, J. RICHARD 58 PIPING ROCK ROAD LOCUST VALLEY, NY 11560	
Title: Name: Address: City-St-Zip:	S () C CEARLEY, SAND P.O. BOX 358 DALLAS, TX 752	RA G	Title: Name: Address: City-St-Zip:	S (X) Change () Addition CEARLEY, SANDRA G P.O. BOX 358 DALLAS, TX 75313	
Title: Name: Address: City-St-Zip:	COO () C CONNER, JOE W P.O. BOX 358 DALLAS, TX 752		Title: Name: Address: City-St-Zip:	COO (X) Change () Addition CONNER, JOE W P.O. BOX 358 DALLAS, TX 75313	
Title: Name: Address: City-St-Zip:	FRANCIS, JAMES	EEK BLVD., SUITE 925	Title: Name: Address: City-St-Zip:	D (X) Change () Addition FRANCIS, JAMES B JR. 2911 TURTLE CREEK BLVD., SUITE 925 DALLAS, TX 75219	
Title: Name: Address: City-St-Zip:	()[elete	Title: Name: Address: City-St-Zip:	CEO () Change (X) Addition MEAD, ROBERT E P.O. BOX 358 DALLAS, TX 75313	

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 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: SANDRA G. CEARLEY SEC 02/19/2009