2012 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F04000006796

Entity Name: USI OF TENNESSEE, INC.

FILED May 01, 2012 Secretary of State

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

5050 POPLAR AVENUE SUITE 2002

MEMPHIS, TN 38157 US

Current Mailing Address: New Mailing Address:

555 PLEASANTVILLE RD STE 160 SOUTH

BRIARCLIFF MANOR, NY 10510 US

FEI Number: 63-1244110 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:

C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 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

OFFICERS AND DIRECTORS:

Title:

Name: PAYLOR, KEN

Address: 5050 POPLAR AVENUE, SUITE 2002

City-St-Zip: MEMPHIS, TN 38157

Title: SD

Name: NEWBORN, II, ERNEST J

Address: 555 PLEASANTVILLE RD STE 160 SOUTH

City-St-Zip: BRIARCLIFF MANOR, NY 10510

Title: T

Name: O'BRIEN, JAMES

Address: 555 PLEASANTVILLE RD STE 160 SOUTH

City-St-Zip: BRIARCLIFF MANOR, NY 10510

Title: CEO

Name: HAYNES, JEFFREY
Address: 201 ALHAMBRA CIRCLE
City-St-Zip: CORAL GABLES, FL 33134

I hereby 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 all other like empowered.

SIGNATURE: ERNEST J. NEWBORN II SEC 05/01/2012