2005 FOR PROFIT CORPORATION

Mar 21, 2005 08:00 AM **ANNUAL REPORT Secretary of State** DOCUMENT # F9300002009 1. Entity Name REI-TENNESSEE, INC. Principal Place of Business Mailing Address 100 PEABODY PL 100 PEABODY PL STE 1400 STE 1400 MEMPHIS, TN 38103 MEMPHIS, TN 38103 01062005 No Chg-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number 62-1499399 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent C T CORPORATION SYSTEM DO NOT WRITE 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 IN THIS SPACE 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 Trust Fund Contribution. After May 1, 2005 Fee will be \$550.00 Added to Fees 10. OFFICERS AND DIRECTORS PD BELZ, MARTIN S NAME 100 PEABODY PLACE #1400 STREET ADDRESS CITY-ST-ZIP MEMPHIS, TN 38103 U00000272254 03/21/05-80083-019 150.00 TITLE BELZ, RONALD A NAME 100 PEABODY PLACE #1400 STREET ADDRESS CITY-ST-ZIP MEMPHIS, TN 38103 VD GROVEMAN, ANDREW J NAME 100 PEABODY PLACE #1400 STREET ADDRESS DO NOT WRITE CITY-ST-ZIP MEMPHIS, TN 38103 IN THIS SPACE TITLE STD WILLIAMS, JIMMIE D NAME STREET ADDRESS 100 PEABODY PLACE, #1400 CITY-ST-ZIP MEMPHIS, TN 38103 TITLE NAME STREET ADDRESS

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119 07(3)(f), 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 traffice elempowered to execute this report as 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 like empowered.

SIGNATURE:

CITY-ST-ZIP TITLE NAME STREET ADDRESS

> SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

FILED