2008 LIMITED LIABILITY COMPANY AMENDED ANNUAL REPORT

DOCUMENT# L03000003189

Entity Name: HFS-USA RETAIL, LLC

FILED Dec 08, 2008 Secretary of State

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

500 FAIRWAY DR., STE. 101 3180 SOUTH FALKENBERG ROAD

DEERFIELD BEACH, FL 33441 TAMPA, FL 33569

Current Mailing Address: New Mailing Address:

500 FAIRWAY DR., STE. 101 3180 SOUTH FALKENBERG ROAD

DEERFIELD BEACH, FL 33441 TAMPA, FL 33569

FEI Number: 03-0505169 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:

CHAMBERLAND, MARC CROWDER, BARRY

500 FAIRWAY DR., STE. 101 3180 SOUTH FALKENBERG ROAD

DEERFIELD BEACH, FL 33441 US TAMPA, FL 33569 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: BARRY CROWDER 12/08/2008

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: MGR () Delete Title: MGR (X) Change () Addition

Name:FARRISS, ROBERT MGRName:CROWDER, BARRYAddress:500 FAIRWAY DR., STE. 101Address:3180 SOUTH FALKENBERG ROAD

City-St-Zip: DEERFIELD BEACH, FL 33441 City-St-Zip: TAMPA, FL 33569

Title: MGR (X) Delete Title: () Change () Addition

Name:CROWDER, BARRY S MGRName:Address:500 FAIRWAY DRIVE SUITE 101Address:City-St-Zip:DEERFIELD BEACH, FL 33441City-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 is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: BARRY CROWDER MGR 12/08/2008