2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000007240

Entity Name: MEMORY FACTORY, LLC

FILED Sep 06, 2005 Secretary of State

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

 17330 S.W. 82ND PL
 8233 SO DIXIE HWY

 PALMETTO BAY, FL 33157
 MIAMI, FL 33143

Current Mailing Address: New Mailing Address:

17330 S.W. 82ND PL 8233 SO DIXIE HWY PALMETTO BAY, FL 33157 MIAMI, FL 33143

FEI Number: 90-0140569 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

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

STOLZENBERG, KEITH H ESQ RAFFERTY, HART, STOLZENBERG, ET AL 1401 BRICKELL AVE, STE 825 MIAMI, FL 33131 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

ADDITIONS/CHANGES:

MANAGING MEMBERS/MANAGERS:

itle: MGRM () Delete Title: MGRM (X) Change () Addition

 Name:
 QUENTEL, PAUL
 Name:
 QUENTEL, PAUL

 Address:
 17330 S.W. 82ND PL
 Address:
 8233 SO DIXIE HWY

 City-St-Zip:
 PALMETTO BAY, FL 33157
 City-St-Zip:
 MIAMI, FL 33143

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), 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: PAUL G QUENTEL MGRM 09/06/2005