2011 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000076999

Entity Name: POP FACTORY LLC

FILED Jan 04, 2011 Secretary of State

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

420 LINCOLN ROAD SUITE 221 MIAMI BEACH, FL 33139 US

Current Mailing Address: New Mailing Address:

420 LINCOLN ROAD SUITE 221 MIAMI BEACH, FL 33139 US

FEI Number: 20-1836158 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:

UNITED STATES CORPORATION AGENTS, INC. 13302 WINDING OAKS BLVD SUITE A-100 TAMPA, FL 336123425 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

MANAGING MEMBERS/MANAGERS:

Γitle: MGR

Name: SONNENSCHEIN, GAIL

Address: 3500 MYSTIC POINTE DR. #2405 City-St-Zip: AVENTURA, FL 33180 US

Title: MGR

Name: SONNENSCHEIN, HOWARD

Address: 3500 MYSTIC POINTE DR. SUITE 2405

City-St-Zip: AVENTURA, FL 33180

I hereby 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 Statues.

SIGNATURE: GAIL SONNENSCHEIN MS. 01/04/2011