2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L04000092165

Entity Name: UPSCALE DINING, LLC

FILED Apr 28, 2006 Secretary of State

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

1800 W. INTERNATIONAL SPEEDWAY BLVD.

SUITE 201

DAYTONA BEACH, FL 32114

New Mailing Address: Current Mailing Address:

1800 W. INTERNATIONAL SPEEDWAY BLVD. SUITE 201

DAYTONA BEACH, FL 32114

FEI Number: 32-0135109 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

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

BARTLETT, LAURENCE H 1800 W. INTERNATIONAL SPEEDWAY BLVD. SUITE 201 DAYTONA BEACH, FL 32114 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:

City-St-Zip:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

ADDITIONS/CHANGES:

MGRM Title: MGRM () Delete (X) Change () Addition BARTLETT, LAURENCE HIRA BARTLETT, LAURENCE H Name: Name: 2128 JOHN ANDERSON DRIVE Address: 106 N. ST. ANDREWS DR. Address: City-St-Zip: ORMOND BEACH, FL 32174 City-St-Zip: ORMOND BEACH, FL 32174

Title: MGRM () Delete Title: MGRM (X) Change () Addition CROTTY, KATHLEEN LIRA Name: CROTTY, KATHLEEN L Name: Address: 2128 JOHN ANDERSON DRIVE Address: 106 N. ST. ANDREWS DR. City-St-Zip: ORMOND BEACH, FL 32174 City-St-Zip: ORMOND BEACH, FL 32174

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

CROTTY, W. GARRETT IRA CROTTY, W. GARRETT Name: Name:

Address: 5 TOMOKA VIEW Address: 5 TOMOKA VIEW ORMOND BEACH, FL 32174 City-St-Zip: City-St-Zip: ORMOND BEACH, FL 32174

() Delete MGRM Title:

Title: () Change () Addition Name: DUNN, BARRY TENANT Name: 3309 OAK VISTA DRIVE Address: Address:

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

DUNN, DEBORAH TENANT Name: Name: 3309 OAK VISTA DRIVE Address: Address: City-St-Zip: DAYTONA BEACH, FL 32124 City-St-Zip:

DAYTONA BEACH, FL 32124

Title: () Delete Title: () Change () Addition

DUNN, SAMUEL TENANT Name: Name: Address: 42 CHOCTAW TRAIL Address: ORMOND BEACH, FL 32124 City-St-Zip: City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the 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.

City-St-Zip:

SIGNATURE: /S/ LAURENCE H. BARTLETT **MGRM** 04/28/2006