2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L06000000167

Entity Name: FT. PAYNE - METCALFE-KY-1, LLC

FILED Mar 02, 2007 Secretary of State

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

411 SANDSPUR ROAD 37 NORTH ORANGE AVENUE MAITLAND, FL 32751 US

SUITE 770

ORLANDO, FL 32801

Current Mailing Address: New Mailing Address:

P.O. BOX 940518 P.O. BOX 2755

MAITLAND, FL 327940518 US WINDERMERE, FL 34786 US

FEI Number: 20-4024399 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:

MORRISON, ROBERT W RUTECKI, MARK C 215 CELÉBRATION PLACE 411 SANDSPUR ROAD MAITLAND, FL 32751 SUITE 500

CELEBRATION, FL 34747 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: MARK C RUTECKI, ESQ. 03/02/2007

> Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

ASH PETROLEUM, INC., ASH PETROLEUM, INC., Name: Name: Address: 411 SANDSPUR ROAD Address: 37 NORTH ORANGE AVENUE, SUITE 770

City-St-Zip: MAITLAND, FL 32751 US City-St-Zip: ORLANDO, FL 32801 US

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Chapter 119, Florida Statutés. 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: JANDALANN GILL 03/02/2007