2010 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L06000001325

Entity Name: KINGS BAY PRO3, LLC

FILED Apr 16, 2010 Secretary of State

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

320 NORTH 1ST STREET 4230 PABLO PROFESSIONAL COURT

SUITE 608 SUITE 103

JACKSONVILLE BEACH, FL 32250 JACKSONVILLE, FL 32224

Current Mailing Address: New Mailing Address:

320 NORTH 1ST STREET 4230 PABLO PROFESSIONAL COURT

SUITE 608 SUITE 103

JACKSONVILLE BEACH, FL 32250 JACKSONVILLE, FL 32224

FEI Number: 20-4048200 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:

LEINWOHL, RONALD J
320 NORTH 1ST STREET
SUITE 608

LEINWOHL, RONALD J
4230 PABLO PROFESSIONAL COURT
SUITE 103

JACKSONVILLE BEACH, FL 32250 US JACKSONVILLE, FL 32224 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: 04/16/2010

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGMR

Name: UPG INVESTMENTS, INC.

Address: 4230 PABLO PROFESSIONAL COURT, SUITE 103

City-St-Zip: JACKSONVILLE, FL 32224

Title: MGMR

Name: UPG HOLDINGS, INC.

Address: 4230 PABLO PROFESSIONAL COURT, SUITE 103

City-St-Zip: JACKSONVILLE, FL 32224

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: EDMUNDO GONZALEZ MGM 04/16/2010