2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L06000071820

Entity Name: CAROLINE3, LLC

FILED May 11, 2009 Secretary of State

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

115 1ST AVE NORTH

JACKSONVILLE BEACH, FL 32250 US

Current Mailing Address: New Mailing Address:

P.O.BOX 2292

PONTE VEDRA, FL 32004 US

FEI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired ()

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

STOCKTON, JAMES R IV 115 1ST AVE NORTH JACKSONVILLE BEACH, FL 32250 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: ADDITIONS/CHANGES:

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

 Name:
 STOCKTON, JAMES R IV
 Name:

 Address:
 117 1ST AVE NORTH
 Address:

 City-St-Zip:
 JACKSONVILLE BEACH, FL 32250 US
 City-St-Zip:

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

SIGNATURE: JAMES STOCKTON MGR 05/11/2009