2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L08000024109

Entity Name: AREP 1, LLC

Current Principal Place of Business:

27 N SUMMERLIN AVENUE
ORLANDO, FL 32801   US

New Principal Place of Business:

150 E ROBINSON STREET
UNIT 807
ORLANDO, FL 32801   US

Current Mailing Address:

ATTN: JUDY SPALDING
110 W MAIN STREET, SUITE 200
LOUISVILLE, KY 40202   US

New Mailing Address:

150 E ROBINSON STREET
UNIT 807
ORLANDO, FL 32801   US

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

Name and Address of Current Registered Agent:

WEST MAIN TITLE, LLC
ATTN: ROBERT E. THIEMAN
27 N SUMMERLIN AVENUE
ORLANDO, FL 32801 US

Name and Address of New Registered Agent:

ROTH, JAMES J JR.
150 E ROBINSON STREET
UNIT 807
ORLANDO, FL 32801 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: JAMES J. ROTH, JR.   04/30/2009
_____
               Electronic Signature of Registered Agent   Date

MANAGING MEMBERS/MANAGERS:

Title:	MGR ( ) Delete
Name:	ROTH, JAMES J JR.
Address:	27 N SUMMERLIN AVENUE
City-St-Zip:	ORLANDO, FL 32801 US

Title:	MGR (X) Delete
Name:	JAFFER, SADIQUE M
Address:	27 N SUMMERLIN AVENUE
City-St-Zip:	ORLANDO, FL 32801 US

ADDITIONS/CHANGES:

Title:	MGR (X) Change ( ) Addition
Name:	ROTH, JAMES J JR.
Address:	150 E ROBINSON STREET, UNIT 807
City-St-Zip:	ORLANDO, FL 32801 US

Title:	( ) Change ( ) Addition
Name:	
Address:	
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 J. ROTH, JR.   MGR   04/30/2009
_____
     Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date