2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L08000089080

Entity Name: HOLYPOP.COM LLC

City-St-Zip:

OCOEE, FL 34761 US

FILED Jan 07, 2009 Secretary of State

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

3732 IDLEBROOK CIRCLE 5703 RED BUG LAKE ROAD

#214 #153

CASSELBERRY, FL 32707 US WINTER SPRINGS, FL 32708 US

Current Mailing Address: New Mailing Address:

3732 IDLEBROOK CIRCLE 5703 RED BUG LAKE ROAD

#214 #153

CASSELBERRY, FL 32707 US WINTER SPRINGS, FL 32708 US

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

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

WHETSTONE LEGACY MEDIA GROUP LLC

CARBERG, CHRISTOPHER M CEO

3732 IDLEBROOK CIRCLE 3732 IDLEBROOK CIRCLE #214

CASSELBERRY, FL 32707 US CASSELBERRY, FL 32707 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: CHRIS CARBERG 01/07/2009

Electronic Signature of Registered Agent Date

City-St-Zip:

OCOEE, FL 34761 US

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

MGRM Title: Title: () Delete (X) Change () Addition CARBERG, CHRISTOPHER M CARBERG, CHRISTOPHER M CEO Name: Name: 3732 IDLEBROOK CIRCLE #214 Address: 3732 IDLEBROOK CIRCLE #214 Address: City-St-Zip: CASSELBERRY, FL 32707 US City-St-Zip: CASSELBERRY, FL 32707 US

Title: MGR () Delete Title: MGR (X) Change () Addition Name: JOEL, CRUZADA E Name: JOEL, CRUZADA E CMO Address: 2015 HARGATE COURT Address: 2015 HARGATE COURT

Title: MGR () Delete Title: MGR (X) Change () Addition Name: CLYMER, MICAH L CTO Address: 13609 VIA ROSA CIRCLE Address: 13609 VIA ROSA CIRCLE

City-St-Zip: CLERMONT, FL 34711 US

City-St-Zip: CLERMONT, FL 34711 US

Title: () Delete Title: EVP () Change (X) Addition
Name: BASHAM, SCOTT T GM/EVP
Address: 1186 BLACK WALNUT COURT

Address: Address: 1186 BLACK WALNUT COURT
City-St-Zip: City-St-Zip: WINTER SPRINGS, FL 32708

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

 Name:
 Name:
 DAVID, KIRSCHNER LEGAL

 Address:
 Address:
 24520 TOWN CENTER DRIVE #9316

City-St-Zip: City-St-Zip: VALENCIA, CA 91355

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

Name:Name:HARRIS, STEVE CFOAddress:Address:2074 CASCADES COVE DR ORLANDO

City-St-Zip: City-St-Zip: ORLANDO, FL 32820

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: CHRISTOPHER M. CARBERG CEO 01/07/2009