2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L08000113211

Entity Name: GRACE FARM'S THOROUGHBREDS, LLC

FILED Feb 09, 2009 Secretary of State

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

822 HIGHWAY A1A NORTH, SUITE 310 90 FORT WADE ROAD PONTE VEDRA BEACH, FL 32082 PONTE VEDRA, FL 32081

Current Mailing Address: New Mailing Address:

822 HIGHWAY A1A NORTH, SUITE 310 90 FORT WADE ROAD PONTE VEDRA BEACH, FL 32082 PONTE VEDRA, FL 32081

FEI Number: 26-3891143 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:

WILLICH, RICHARD

822 HIGHWAY A1A NORTH, SUITE 310

PONTE VEDRA BEACH, FL 32082 US

WILLICH, RICHARD

90 FORT WADE ROAD

PONTE VEDRA, FL 32081 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: 02/09/2009

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

Name:WILLICH, RICHARDName:WILLICH, RICHARDAddress:822 HIGHWAY A1A NORTH, SUITE 310Address:90 FORT WADE ROADCity-St-Zip:PONTE VEDRA BEACH, FL 32082City-St-Zip:PONTE VEDRA, FL 32081

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: RICHARD WILLICH MGR 02/09/2009