

2010 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L09000044703

FILED
May 04, 2010
Secretary of State

Entity Name: UPGRADE ENTERTAINMENT, LLC

Current Principal Place of Business:

2330 PONCE DE LEON BLVD
SUITE 201
CORAL GABLES, FL 33134 US

New Principal Place of Business:

7550 RED ROAD
SUITE 209
MIAMI, FL 33143 US

Current Mailing Address:

2330 PONCE DE LEON BLVD
SUITE 201
CORAL GABLES, FL 33134 US

New Mailing Address:

7550 RED ROAD
SUITE 209
MIAMI, FL 33143 US

FEI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired ()
In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent:

ACG REGISTERED AGENTS, LLC
2330 PONCE DE LEON BLVD
SUITE 201
CORAL GABLES, FL 33134 US

Name and Address of New Registered Agent:

ALEXANDER P. ALMAZAN, P.A.
7550 RED ROAD
SUITE 208
MIAMI, FL 33143 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: ALEXANDER P. ALMAZAN

05/04/2010

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM
Name: THORNE, ROBERT F
Address: 7550 RED ROAD, SUITE 209
City-St-Zip: MIAMI, FL 33143 US

Title: MGR
Name: MACHAEN, PERLA MARIA
Address: AMATENANGO #30
City-St-Zip: COL. LOMAS HIDALGO, DF 14240 MX

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 Statutes.

SIGNATURE: ROBERT F. THORNE

PRES

05/04/2010

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date