

2012 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L09000044703

FILED
May 01, 2012
Secretary of State

Entity Name: UPGRADE ENTERTAINMENT, LLC

Current Principal Place of Business:

7550 RED ROAD
SUITE 209
MIAMI, FL 33143 US

New Principal Place of Business:

2800 BISCAYNE BLVD
11TH FLOOR
MIAMI, FL 33137 US

Current Mailing Address:

7550 RED ROAD
SUITE 209
MIAMI, FL 33143 US

New Mailing Address:

2800 BISCAYNE BLVD
11TH FLOOR
MIAMI, FL 33137 US

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

Name and Address of Current Registered Agent:

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

Name and Address of New Registered Agent:

TRANSACTION ADVISORS AND CONSULTANTS LLC
10261 SW 72ND ST
C 101
MIAMI, FL 33173 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: MANUEL M ARVESU

05/01/2012

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM
Name: THORNE, ROBERT F
Address: 2800 BISCAYNE BLVD, 11TH FLOOR
City-St-Zip: MIAMI, FL 33137 US

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 THORNE

MGRM

05/01/2012

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