2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M02000002575

Entity Name: RFS FINANCING 2002, LLC

FILED Feb 09, 2004 Secretary of State

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

850 RIDGE LAKE BLVD., STE. 300 450 S. ORANGE AVENUE MEMPHIS, TN 38120 ORLANDO, FL 32801

Current Mailing Address: New Mailing Address:

850 RIDGE LAKE BLVD., STE. 300 P.O. BOX 4920

MEMPHIS, TN 38120 ORLANDO, FL 32802

FEI Number: 01-0686981 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:

CT CORPORATION SYSTEM SCARCELLI, LINDA A
1200 S. PINE ISLAND RD. 450 S. ORANGE AVE.
PLANTATION, FL 33324 US 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: LINDA A. SCARCELLI 02/09/2004

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS:

Title: MGR () Delete
Name: SOLMSON, ROBERT M

Address: 850 RIDGE LAKE BLVD., STE. 300

City-St-Zip: MEMPHIS, TN 38120

Title: () Delete

Name: Address: City-St-Zip:

ADDITIONS/CHANGES:

Title: MGR (X) Change () Addition

Name: SENEFF, JAMES M JR Address: 450 S. ORANGE AVE. City-St-Zip: ORLANDO, FL 32801

Title: MGR () Change (X) Addition

Name: BOURNE, ROBERT A Address: 450 S. ORANGE AVE. City-St-Zip: ORLANDO, FL 32801

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), 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: ROBERT A. BOURNE MGR 02/09/2004