2008 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M05000002324

Entity Name: AINSWORTH HOLDINGS LLC

FILED Jan 29, 2008 Secretary of State

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

6560 VINE COURT DENVER, CO 80229

Current Mailing Address: New Mailing Address:

6560 VINE COURT DENVER, CO 80229

FEI Number: 20-1473249 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:

 SCOTT, PAUL
 AINSWORTH, JAMES L

 1909 N. 57TH STREET
 2221 NW 22ND STREET

 TAMPA, FL 33619
 US

 POMPANO BEACH, FL 33069
 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: JAMES L. AINSWORTH 01/29/2008

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

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

 Name:
 AINSWORTH, LESLIE E
 Name:

 Address:
 6560 VINE COURT
 Address:

 City-St-Zip:
 DENVER, CO 80229
 City-St-Zip:

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

 Name:
 Name:
 SCHRAG, LISA J

 Address:
 Address:
 14025 CRABAPPLE RD.

 City-St-Zip:
 City-St-Zip:
 GOLDEN, 80 80401

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: LISA J. SCHRAG MEMB 01/29/2008