2009 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P08000002830

Entity Name: SPENCER-WHEELER HOLDINGS, INC.

FILED Apr 29, 2009 Secretary of State

| Current Principa | al Place of Business: | New Principal Place of Business: |
|------------------|-----------------------|----------------------------------|
| | | |

1000 RIVERSIDE AVENUE SUITE 100

JACKSONVILLE, FL 32204

Current Mailing Address:

1000 RIVERSIDE AVENUE SUITE 100

JACKSONVILLE, FL 32204

FEI Number: 26-1717406 FEI Number Applied For ()

FEI Number Not Applicable ()

9985 103RD STREET JACKSONVILLE, FL 32210

New Mailing Address:

9985 103RD STREET JACKSONVILLE, FL 32210

Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

FAIRCHILD, RONALD D 1000 RIVERSIDE AVENUE SUITE 100

JACKSONVILLE, FL 32204 US

WHEELER, PETE D 9985 103RD STREET JACKSONVILLE, FL 32210 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: PETE WHEELER

04/29/2009

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: D () Delete
Name: FAIRCHILD, RONALD D

Address: 1000 RIVERSIDE AVENUE, SUITE 100

City-St-Zip: JACKSONVILLE, FL 32204

Title: () Delete

Name: Address: City-St-Zip:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: VP (X) Change () Addition

 Name:
 WHEELER, PETE

 Address:
 9985 103RD STREET

 City-St-Zip:
 JACKSONVILLE, FL 32210

Title: VP () Change (X) Addition

 Name:
 SPENCER, JOHN W

 Address:
 9985 103RD STREET

 City-St-Zip:
 JACKSONVILLE, FL 32210

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 or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: PETE WHEELER VP 04/29/2009