

1.) CORPORATION NAME:

UPSHAW INSURANCE AGENCY, INC.

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

AUTH IN VI

CORPORATION SERVICE COMPANY

Bank of America Center, 16th Floor

1111 East Main Street

RICHMOND, VA 23219

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

RICHMOND CITY

4.) STATE OR COUNTRY OF INCORPORATION:

TX

DUE DATE: **9/30/2011**

SCC ID NO: **F1600891**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	2,000,000
CONVP	250,000

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 801 SOUTH FILLMORE STE 300

CITY/ST/ZIP: AMARILLO, TX 79105-

7.) DIRECTORS AND PRINCIPAL OFFICERS:

All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: JAY CAMPBELL
TITLE: DIRECTOR
ADDRESS: 801 SOUTH FILLMORE
STE 300
CITY/ST/ZIP/CO: AMARILLO, TX 79105-

OFFICER DIRECTOR

NAME: ROBERT B BENTLEY
TITLE: PRESIDENT
ADDRESS: 801 SOUTH FILLMORE STE 300
CITY/ST/ZIP/CO: AMARILLO, TX 79105-

OFFICER DIRECTOR

NAME: STEPHEN DAN TALLEY
TITLE: VICE PRESIDENT
ADDRESS: 801 SOUTH FILLMORE STE 300
CITY/ST/ZIP/CO: AMARILLO, TX 79105-

OFFICER DIRECTOR

NAME: CORY BENTLEY
TITLE: DIRECTOR
ADDRESS: 801 SOUTH FILLMORE
STE 300
CITY/ST/ZIP/CO: AMARILLO, TX 79105-

OFFICER DIRECTOR

NAME: CHARLA ROSE
TITLE: DIRECTOR
ADDRESS: 801 SOUTH FILLMORE
STE 300
CITY/ST/ZIP/CO: AMARILLO, TX 79105-

OFFICER DIRECTOR

NAME: FREDIA ALLEN TITLE: SEC./TREASURER ADDRESS: 801 SOUTH FILLMORE STE 300 CITY/ST/ZIP/CO: AMARILLO, TX 79105-	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
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I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

<u>/s/ FREDIA ALLEN</u>	<u>FREDIA ALLEN, SEC./TREASURER</u>	<u>8/9/2011</u>
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.