

1.) CORPORATION NAME:

**UPSHAW INSURANCE AGENCY, INC.**

DUE DATE: **9/30/2012**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**CORPORATION SERVICE COMPANY**

**Bank of America Center, 16th Floor  
1111 East Main Street**

SCC ID NO: **F1600891**

**RICHMOND, VA 23219**

5.) STOCK INFORMATION

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

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**RICHMOND CITY**

4.) STATE OR COUNTRY OF INCORPORATION:

**TX**

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:	ROBERT B BENTLEY	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	PRESIDENT		
ADDRESS:	801 SOUTH FILLMORE STE 300		
CITY/ST/ZIP/CO:	AMARILLO, TX 79105		
NAME:	S DAN TALLEY	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VICE PRESIDENT		
ADDRESS:	801 SOUTH FILLMORE STE 300		
CITY/ST/ZIP/CO:	AMARILLO, TX 79105		
NAME:	FREDIA ALLEN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	SEC./TREASURER		
ADDRESS:	801 SOUTH FILLMORE STE 300		
CITY/ST/ZIP/CO:	AMARILLO, TX 79105		
NAME:	CORY BENTLEY	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	801 SOUTH FILLMORE STE 300		
CITY/ST/ZIP/CO:	AMARILLO, TX 79105		
NAME:	JAY CAMPBELL	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	801 SOUTH FILLMORE STE 300		
CITY/ST/ZIP/CO:	AMARILLO, TX 79105		
NAME:	CHARLA ROSE	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	DIRECTOR		
ADDRESS:	801 SOUTH FILLMORE STE 300		
CITY/ST/ZIP/CO:	AMARILLO, TX 79105		

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>8/30/2012</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.