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|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|----------------------------------------------------------------------------------------|---------|-------------|
| No. <b>C 56746</b>                                                                                                                                     |                     | Due no later than Oct 31, 2011                                                                                                                                                                                         |        | 2. Registered Agent and Address <b>(NO PO BOX)</b>                                     |         |             |
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b> |                     | <b>Annual Report Form</b><br><b>1. Mailing Address: Correct in this box if needed.</b><br>RINGLING BROS.-BARNUM & BAILEY COMBINED SHOWS, INC.<br>ATTN TAX DEPT<br>8607 WESTWOOD CENTER DRIVE<br>VIENNA VA 22182<br>USA |        | UNITED STATES CORPORATION COMP<br>12550 W EXPLORER DR STE 100<br>BOISE ID 83713<br>USA |         |             |
|                                                                                                                                                        |                     |                                                                                                                                                                                                                        |        | 3. <u>New</u> Registered Agent Signature:*                                             |         |             |
| 4. Corporations: Enter Names and Business Addresses of President, Secretary, and Directors. Treasurer (optional).                                      |                     |                                                                                                                                                                                                                        |        |                                                                                        |         |             |
| Office Held                                                                                                                                            | Name                | Street or PO Address                                                                                                                                                                                                   | City   | State                                                                                  | Country | Postal Code |
| TREASURER                                                                                                                                              | KEITH SENGLAUB      | 8607 WESTWOOD CENTER DRIVE                                                                                                                                                                                             | VIENNA | VA                                                                                     | USA     | 22182       |
| SECRETARY                                                                                                                                              | JEROME SOWALSKY     | 8607 WESTWOOD CENTER DRIVE                                                                                                                                                                                             | VIENNA | VA                                                                                     | USA     | 22182       |
| PRESIDENT                                                                                                                                              | MICHAEL SHANNON     | 8607 WESTWOOD CENTER DRIVE                                                                                                                                                                                             | VIENNA | VA                                                                                     | USA     | 22182       |
| DIRECTOR                                                                                                                                               | KENNETH FELD        | 8607 WESTWOOD CENTER DRIVE                                                                                                                                                                                             | VIENNA | VA                                                                                     | USA     | 22182       |
| DIRECTOR                                                                                                                                               | ALANA HACKEL        | 8607 WESTWOOD CENTER DRIVE                                                                                                                                                                                             | VIENNA | VA                                                                                     | USA     | 22182       |
| DIRECTOR                                                                                                                                               | NICOLE FELD STRAUSS | 8607 WESTWOOD CENTER DRIVE                                                                                                                                                                                             | VIENNA | VA                                                                                     | USA     | 22182       |
| 5. Organized Under the Laws of:<br><br><b>DE<br/>C 56746</b>                                                                                           |                     | 6. Annual Report must be signed.*<br>Signature: William LeVan<br>Name (type or print): William LeVan<br>Date: 10/27/2011<br>Title: Assistant Treasurer                                                                 |        |                                                                                        |         |             |
| Processed 10/27/2011                                                                                                                                   |                     | * Electronically provided signatures are accepted as original signatures.                                                                                                                                              |        |                                                                                        |         |             |