

**COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III, SECRETARY OF STATE
ANNUAL REPORT
(See Reverse Side for Filing Instructions)**

RECORD # 0161155

DUE JUNE 30, 2003

(4) FILING FEE

\$15.00

(1) EXACT CORPORATE NAME AND CURRENT PRINCIPAL OFFICE ADDRESS

BROWN-POWERS CHEVROLET-OLDSMOBILE, INC.
P.O. BOX 368
BRANDENBURG, KY 40108

(5) STATE OR COUNTRY OF INCORPORATION

KY

RECEIVED

SEP 02 2003

(2) THE PRINCIPAL OFFICE ADDRESS IS HEREBY CHANGED TO

SECRETARY OF STATE
COMMONWEALTH OF KY

(6) DATE OF INCORPORATION OR DATE AUTHORIZED TO TRANSACT BUSINESS

12/29/1978

(3) CURRENT REGISTERED AGENT AND REGISTERED OFFICE ADDRESS

Changes made to the registered agent or registered office cannot be made on this form. Complete (7) to request a form to be mailed or download form from web site.

P. DAN POWERS
HWY. 933 & 448
BRANDENBURG, KY 40108

(7) MAIL A STATEMENT OF CHANGE OF AGENT OR OFFICE TO

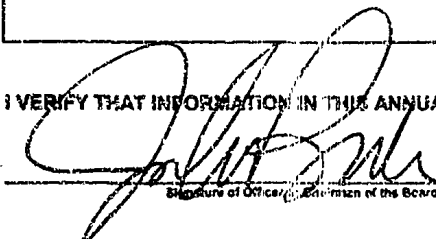
(8) PRINCIPAL OFFICERS If the corporation has previously filed an annual report, verify the names & titles of officers listed below. Please note any additions to or changes in the principal officers and give the address for each person listed. If (8) is blank, type or print the names & business addresses of the current principal officers. If sole officer, please note.

Secretary	Paul Dan Powers	757 LAWRENCE STREET BRANDENBURG, KY 40108
President	James A Brown	5200 BRANDENBURG ROAD BRANDENBURG, KY 40108
		Address
		Address
		Address
		Address

(9) DIRECTORS Type or print the names and business addresses of the corporation's directors. No listing of directors is verification that the corporation has dispensed with directors. Nonprofit corporations must list three (3) or more directors.

Name	Address
Name	Address
Name	Address
Name	Address

I VERIFY THAT INFORMATION IN THIS ANNUAL REPORT IS CURRENT AS OF THE DATE THIS REPORT IS EXECUTED.


Signature of Officer or Director of the Board

TITLE Pres

DATED 8-26-03