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COMMONWEALTH OF KENTUCKY
TREY GRAYSON, SECRETARY OF STATE
60-DAY NOTICE AND ANNUAL REPORT
OCTOBER 1, 2007
MUST BE RECEIVED BY NOV 30, 2007



0595328

ORGANIZATION ID #
0595328

STATE OR COUNTRY OF INCORPORATION

KY

ORGANIZATION DATE

09/20/2004

FILING FEE

\$4.00

(1) **CURRENT REGISTERED AGENT AND REGISTERED OFFICE ADDRESS**
Changes made to the registered agent or registered office cannot be made on this form. Complete (3) to request a form to be mailed or download form from web site.

HARLAN E. JUDD, JR.
420 PUBLIC SQUARE
BURKESVILLE, KY 42717

(3) A. Statement of Change of Designated or Principal Office Address Form
B. Statement of Change of Registered Agent or Registered Office Form
MAIL FORM TO

RECEIVED

OCT 11 2007

(2) **EXACT CORPORATE NAME AND CURRENT PRINCIPAL OFFICE ADDRESS**
Changes made to the principal office address cannot be made on this form. Complete (3) to request a form to be mailed or download form from web site.

HUGH AND DELLA SPEAR SCHOLARSHIP FUND, INC.
420 PUBLIC SQUARE
BURKESVILLE, KY 42717

SECRETARY OF STATE
COMMONWEALTH OF KY

(4) **PRINCIPAL OFFICERS** If (5) is blank, type or print the **names and business addresses** of the current principal officers. If sole officer, please note. The annual report will be returned if business addresses are not listed. If the corporation has previously filed an annual report, verify the names and titles of officers listed below. Please note any additions to or changes in the principal officers and **give the business address** for each person listed.

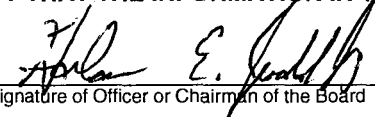
President	HARLAN E JUDD, JR.	P.O. Box 415, Burkesville, KY 42717
Vice President	RONNIE SKIPWORTH	Address 1788 Judio Rd., Burkesville, KY 42717
Secretary	REBECCA THRUMAN CARY	Address 215 Woodland St., Burkesville, KY 42717
		Address
		Address

(5) **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 (KRS 271B.8-010(3)). **Nonprofit corporations must list three (3) or more directors** (KRS 273.211). The annual report will be returned if business addresses are not listed.

Name	HARLAN E JUDD, JR.	Address	420 Public Square, P.O. Box 415, Burkesville, Ky 42717
Name	RONNIE SKIPWORTH	Address	1788 Judio Rd., Burkesville, KY 42717
Name	REBECCA THURMAN CARY	Address	215 Woodland St., Burkesville, KY 42717
Name		Address	
Name		Address	

(6) Check here if you are a cooperative corporation or association organized under KRS 272.
Check here if you are a rural electric or rural telephone cooperative corporation organized under KRS 279.

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

 _____ Harlan E. Judd, Jr. _____ President _____ 10/5/2007
Signature of Officer or Chairman of the Board Type or Print Name Title Date

ANNUAL REPORT AND FILING FEE

Submit for filing the completed annual report form and correct filing fee as indicated above. Make check payable to the "Kentucky State Treasurer". **Please do not send cash.**

MAILING ADDRESS
Trey Grayson
Secretary of State
P O Box 1150
Frankfort, KY 40602-1150

OFFICE LOCATION
Secretary of State
State Capitol, Room 154
700 Capital Avenue
Frankfort, KY 40601
(502)-564-2848

NOTE: P O Box 1150 is for annual report filings only.