



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2011

1. Corporate ID No. 000080600

2. Name of Corporation Payne Financial Group, Inc.

3. Street Address Principal Business Office:

No. and Street: 2323 SECOND AVENUE NORTH

City or Town: BILLINGS

State: MT Zip: 59101 Country: USA

4. Business Phone No.

406-238-1900

5. State of Incorporation

State: MT

6. Brief Description of the Character of Business Conducted in Rhode Island

DEALING IN NON-RESIDENT INSURANCE

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
TREASURER	KEN R. LADDUSAW	2916 STILLWATER DRIVE BILLINGS, MT 59102 USA
SECRETARY	SARAH KELLY	11 WOODWARD COURT HELENA, MT 59601 USA
PRESIDENT	WILLIAM WRIGGLESWORTH	827 WEST FIRST AVENUE, SUITE 225 SPOKANE, WA 99201- USA
VICE PRESIDENT	BRIAN T. DONAHUE	3214 LLOYD MANGRUM LANE BILLINGS, MT 59106 USA
DIRECTOR	TERRY PAYNE	501 PATTEE CANYON DR. MISSOULA, MT 59803 USA
DIRECTOR	CHRISTIN P. HOINESS	5708 CHICAGO ROAD SHEPHERD, MT 59079 USA
DIRECTOR	EDWARD HEINE	139 FAIRWAY DR. MISSOULA, MT 59803 USA
DIRECTOR	PATRICK S. MCCUTCHEON	7 CLOVERVIEW DR. HELENA, MT 59604 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$1.00	600,000.00	398114

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 18 Day of February, 2011 at 5:08:53 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By KEN R. LADDUSAW
Signature of Authorized Representative of the Corporation

TREASURER
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

