


2008 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Mar 03, 2008 8:00 am
Secretary of State

03-03-2008 90207 038 ***150.00

DOCUMENT # F06000000950

1. Entity Name
 5.11, INC.



Principal Place of Business Mailing Address
 4300 SPYRES WAY 4300 SPYRES WAY
 MODESTO, CA 95356 MODESTO, CA 95356

2. Principal Place of Business - No P.O. Box # 3. Mailing Address
 Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State City & State

Zip Country Zip Country

02222008 Chg-P CR2E034 (12/06)

4. FEI Number Applied For
 61-1443499 Not Applicable

5. Certificate of Status Desired - \$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent

UCC FILING & SEARCH SERVICES, INC.
 1574 VILLAGE SQUARE BLVD STE 100
 TALLAHASSEE, FL 32308

7. Name and Address of New Registered Agent

Name
 Street Address (P.O. Box Number is Not Acceptable)
 City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

FILE NOW!!! FEE IS \$150.00
After May 1, 2008 Fee will be \$550.00

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees


10. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY - ST - ZIP	CP COSTA, DAN J 4300 SPYRES WAY MODESTO, CA 95356	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V GROVER, JEFF 4300 SPYRES WAY MODESTO, CA 95356	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	D REED, JIM 4300 SPYRES WAY MODESTO, CA 95356	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DS COSTA, DENISE L 4300 SPYRES WAY MODESTO, CA 95356	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V SINCLAIR, MATTHEW 4300 SPYRES WAY MODESTO, CA 95356	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY - ST - ZIP	T HAMILTON, JEFFREY R 4300 SPYRES WAY MODESTO, CA 95356	<input type="checkbox"/> Delete

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY - ST - ZIP		<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
See attached document		
TITLE NAME STREET ADDRESS CITY - ST - ZIP	" "	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	" "	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	" "	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	" "	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	" "	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:  _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

ATTACHMENT
40037335
F06000000950



OFFICERS

CEO	Dan Costa
President	Francisco Morales
Secretary	Jeffrey Hamilton
Treasurer	Jeffrey Hamilton
Asst. Secretary	James R. Hart III
Asst. Secretary	Jon Kossow

BOARD OF DIRECTORS

Dan Costa
James R. Hart III
Jeffrey T. Chambers

OWNERSHIP BREAKDOWN

Dan J. and Denise L. Costa 1997 Family Trust	13.95%
Kelsie L. Costa Trust	.91%
Daniel S. Costa Trust	.91%
Franciso Javier Morales Rodriguez and Jessica L. Morales	1.59%
Matthew f. Sinclair and Elizabeth A. Sinclair	.91%
Jeffrey R. Hamilton	.18%
TA X L.P.	62.11%
TA Atlantic and Pacific V L.P.	14.20%
TA Strategic Partners fund II L.P.	1.54%
TA Strategic Partners Fund II-A L.P.	.05%
TA Investors II L.P.	1.29%
TA Subordinated Debt Fund II, L.P.	2.35%