

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

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DOCUMENT # F95000000865 (4)

1. Corporation Name
SONY PICTURES CLASSICS INC



Principal Place of Business: 10202 W. WASHINGTON BLVD. SPP #1132 CULVER CITY CA 90232
Mailing Address: 10202 W. WASHINGTON BLVD. SPP #1132 CULVER CITY CA 90232

3. Date Incorporated or Qualified: 02/22/1995
3a. Date of Last Report: [Blank]
4. FEI Number: 13-3646982
Applied For: Not Applicable
5. Certificate of Status Desired: [] \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: [] \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: [X] Yes [] No

2. Principal Place of Business (21-23)
2a. Mailing Address (26-28)
24. Zip, 25. Country, 29. Zip, 30. Country

9. Name and Address of Current Registered Agent
**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS ST., #105
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent
81. Name
82. Street Address (P.O. Box Number is Not Acceptable)
83. [Blank]
84. City
85. Zip Code: FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: [Signature] DATE: [Blank]

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	BARKER, MICHAEL	
STREET ADDRESS	550 MADISON AVE.	
CITY - ST - ZIP	NEW YORK NY 10022	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	BERNARD, TOM	
STREET ADDRESS	550 MADISON AVE.	
CITY - ST - ZIP	NEW YORK NY 10022	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	BLOOM, MARCIE	
STREET ADDRESS	550 MADISON AVE.	
CITY - ST - ZIP	NEW YORK NY 10022	
TITLE	VSD	<input checked="" type="checkbox"/> DELETE
NAME	SCHAEFFER, PAUL	
STREET ADDRESS	10202 W. WASHINGTON BLVD.	
CITY - ST - ZIP	CULVER CITY CA 90232	
TITLE	VSD	<input type="checkbox"/> DELETE
NAME	JACOBI, RONALD N	
STREET ADDRESS	10202 W. WASHINGTON BLVD.	
CITY - ST - ZIP	CULVER CITY CA 90232	
TITLE	VDCE	<input type="checkbox"/> DELETE
NAME	HOWELLS, EDGAR H JR	
STREET ADDRESS	10202 W. WASHINGTON BLVD.	
CITY - ST - ZIP	CULVER CITY CA 90232	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	VAS
4.3 STREET ADDRESS	BERKE, BETH
4.4 CITY - ST - ZIP	10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 12 or Block 13, if changed, or on an attachment with an address.

SIGNATURE: *Beth Berke* Beth Berke, ST. VP & Asst. Sec. April 3, 1996 (310) 280-4683
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR (City, State, Zip) (Date)

CR2E034 (12/95)

EXHIBIT A
SONY PICTURES CLASSICS INC.
1996 FLORIDA PROFIT CORPORATION ANNUAL REPORT
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12. Title, Name and Address of Officers

Co-President	Michael Barker	550 Madison Avenue, New York, NY 10022
Co-President	Tom Bernard	550 Madison Avenue, New York, NY 10022
Co-President	Marcie Bloom	550 Madison Avenue, New York, NY 10022
Executive VP, General Counsel and Secretary	Ronald N. Jacobi	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and Assistant Secretary	Jared Jussim	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Chief Financial Officer	Edgar H. Howells, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	Kenneth S. Williams	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Joel Grossman	10202 W. Washington Blvd., Culver City, CA 90232
Vice President and Treasurer	Joseph W. Kraft	10202 W. Washington Blvd., Culver City, CA 90232
Vice President	Robert Moses	711 5th Avenue, New York, NY 10022
Assistant Secretary	Robert Eichhorn	711 5th Avenue, New York, NY 10022
Assistant Secretary	Michael Winchester	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	John C. McBride, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Vicki R. Solmon	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Controller	Charles Falcetti	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Treasurer	Lynne R. Shulim	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Treasurer - Risk Management	Janel Clausen	10202 W. Washington Blvd., Culver City, CA 90232

Names and Business Addresses of Directors

Michael Barker	550 Madison Avenue, New York, NY 10022
Tom Bernard	550 Madison Avenue, New York, NY 10022
Fred Bernstein	10202 W. Washington Blvd., Culver City, CA 90232
Marcie Bloom	550 Madison Avenue, New York, NY 10022
Mark Canton	10202 W. Washington Blvd., Culver City, CA 90232
Edgar H. Howells, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Ronald N. Jacobi	10202 W. Washington Blvd., Culver City, CA 90232
Kenneth Lemberger	10202 W. Washington Blvd., Culver City, CA 90232