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03-23-1999 90043 033 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **F95000000865**

1. Corporation Name
SONY PICTURES CLASSICS INC



Principal Place of Business Mailing Address
550 MADISON AVENUE 10202 W. WASHINGTON BLVD.
SPP #1132 SPP #1132
NEW YORK NY 10022 CULVER CITY CA 90232
 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
02/22/1995

4. FEI Number Applied For
13-3646982 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 owes the current year Intangible Personal Property Tax. Yes No

2. Principal Place of Business 2a. Mailing Address

21 **550 Madison Avenue** 26

Suite, Apt. #, etc. Suite, Apt. #, etc.

22

27

City & State City & State

23 **New York, NY** 28

Zip Country Zip Country

24 **10022** 25 **U.S.A.** 29 **30**

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

84 City **FL** 85 Zip Code

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

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	D	<input type="checkbox"/> DELETE
NAME	BERKE, BETH	
STREET ADDRESS	10202 W WASHINGTON BLVE	
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 Change Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE Change Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE Change Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE Change Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Change Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE Change Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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, with all other like empowered.

SIGNATURE: *Leah Weil* **Leah Weil, Senior Vice President** 2/18/99 310/244-4683
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

254 256-90043-33
F95000000865

EXHIBIT A
SONY PICTURES CLASSICS INC.
1999 FLORIDA PROFIT CORPORATION ANNUAL REPORT
Doc. # F95000000865 (4)

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
Executive Vice President and Chief Financial Officer	Edgar H. Howells, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Music	Robert E. Holmes	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Joel Grossman	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Treasurer	Joseph W. Kraft	10202 W. Washington Blvd., Culver City, CA 90232
Vice President	Robert Moses	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Robert Eichhorn	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Michael Winchester	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Vicki R. Solmon	10202 W. Washington Blvd., Culver City, CA 90232
Controller	Charles Falcetti	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Controller	Peter Halt	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
Marcie Bloom	550 Madison Avenue, New York, NY 10022
John N. Calley	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
Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Kenneth Lemberger	10202 W. Washington Blvd., Culver City, CA 90232
Lucy Fisher	10202 W. Washington Blvd., Culver City, CA 90232
Gareth Wigan	10202 W. Washington Blvd., Culver City, CA 90232