
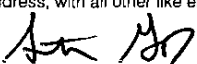


2004 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Feb 10, 2004 8:00 am
Secretary of State

02-10-2004 90023 039 ***150.00

DOCUMENT # F96000005526					
1. Entity Name TOPANGA PRODUCTIONS, INC.					
Principal Place of Business 10202 WEST WASHINGTON BLVD. CULVER CITY, CA 90232			Mailing Address 10202 W. WASHINGTON BLVD. SONY PICTURES PLAZA #1132 CULVER CITY, CA 90232		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number 95-4518413	
Zip		Country		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET TALLAHASSEE, FL 32301			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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00		9. Election Campaign Financing <input type="checkbox"/> \$5.00 May Be Added to Fees			
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VSPD WEIL, LEAH 10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232		TITLE NAME STREET ADDRESS CITY-ST-ZIP	For a complete list, see Exhibit A attached hereto and incorporated herein by this reference.	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P MOSKO, STEVE 10202 W WASHINGTON BLVD CULVER CITY, CA 90232		TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVAS BERG, CORII D. 10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SPAS FUKUNAGA, JOHN O 10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232		TITLE NAME STREET ADDRESS CITY-ST-ZIP	VAS JUSSIM, JARED 10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VCFO SINGH, BEDI A 10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232		TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVCFO HENDLER, DAVID C. 10202 W. WASHINGTON BLVD. CULVER CITY, CA 90232	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT CLAUSEN, JANEL 10202 WEST WASHINGTON BLVD. CULVER CITY, CA 90232		TITLE NAME STREET ADDRESS CITY-ST-ZIP	[Empty]	
12. 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 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: 			Date: 1/26/2004		
By: Steven Gorman Its: Assistant Secretary					

Attachment

44009462

EXHIBIT A
TOPANGA PRODUCTIONS, INC.
2004 FLORIDA PROFIT CORPORATION ANNUAL REPORT
File No. F96000005526

10. Names and addresses of officers and directors:

A. Directors:

Director	Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Director	Corii D. Berg	10202 W. Washington Blvd., Culver City, CA 90232
Director	Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232

B. Officers:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Steve Mosko	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and Chief Administrative Officer	Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, General Counsel and Secretary	Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Strategic Operations	Don Loughery	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	David C. Hendler	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Music Business Affairs, and Assistant Secretary	Shelly Bunge	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and Assistant Secretary	Gregory K. Boone	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Bus Ops	Richard Frankie	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and Assistant Secretary	Corii D. Berg	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President, Bus. Affs.	Joanne Mazzu	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Leonard D. Venger	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Chief Accounting Officer	Charles Falcetti	10202 W. Washington Blvd., Culver City, CA 90232
Vice President, TV Finance	Drew Shearer	10202 W. Washington Blvd., Culver City, CA 90232
Vice President and Treasurer	Simon R. Baker	10202 W. Washington Blvd., Culver City, CA 90232
Vice President, Finance and Corporate Controller	Mark Rudolph	10202 W. Washington Blvd., Culver City, CA 90232
Vice President	Karen L. Halby	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Sarah Kiefer	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Larry Stephens	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Vicki R. Solmon	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Stephanie H. Roth	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Joseph Chianese	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Gerard P. Plunkett	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Steven Gofman	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Treasurer	Ramona Teisan	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