**FILED** FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00 Mar 13 1998 8:00am **PROFIT** FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State DIVISION OF CORPORATIONS 1998 DOCUMENT # J47022 (5)ART LICENSING INTERNATIONAL, INC. Principal Place of Business Mailing Address 1505 S. TAMIAMI TRAIL 1505 S. TAMIAMI TRAIL SUITE 401A SUITE 401A VENICE FL 34292 DO NOT WRITE IN THIS SPACE VENICE FL 34292 3. Date Incorporated or Qualified 12/12/1986 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 21 59-2764565 Not Applicable 26 Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 City & State City & State \$5.00 May Be 6, Election Campaign Financing 23 Trust Fund Contribution Added to Fees ZiD Zio Country Country 8. This corporation owes or has paid the current year Intangible 24 Yes □ No 25 29 30 Personal Property Tax due June 30. g. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name HOFFMAN, PAUL S 1505 S. TAMIAMI TRAIL Street Address (P.O. Box Number is Not Acceptable) SUITE 401A 63 VENICE FL 34292 Zip Code 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Stalutes, 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, typed or portfold name of argettered agent and title if applicable 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. DELETE TITLE 1.1 TITLE Change Addition WOODWARD, MICHAEL NAME 1.2 NAME PARLINGTON HALL ABERFORD STREET ADDRESS 1.3 STREET ADDRESS WEST YORKSHIRE, ENGLAND LS253-EG CITY-ST-ZIP 1.4 CITY-ST-ZIP DELETE Change 21 TITLE TITLE GOOD, TIM NAME 2.2 NAME 54 DANBURY ROAD, SUITE 234 STREET ADDRESS 928 W. NORTON, SUITE 513 2.3 STREET ADDRESS RIOUE FIELD, CT 06877 MUSKEGON MI 49441 CITY-ST-ZIP 2 4 City - ST- 7iP DELFTE Change Addition TITLE 3.1 TITLE 3.2 NAME NAME STREET ADDRESS 3 3 STREET ADDRESS CITY-ST-ZIP 3.4. CITY-ST-ZIP DELETE Change Addition 4.1 TITLE TITLE 4. 2 NAME NAME STREET ADORESS 4.3 STREET ADDRESS CITY-ST-ZIP 4.4 CITY-ST-ZIP DELETE Change Addition TITLE 51 TITLE NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 CITY-S1-ZIP

14. Thereby 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 priorit 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 pasted 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.

61 TITLE

6.2 NAME

6.3 STREET ADDRESS 6.4 City-S1-Zip

DELETE

SIGNATURE:

TITLE

NAME

STREET ADDRESS

23/2BRUARy 1998

Change

Addition