

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 27 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # K84262
 1. Corporation Name: **Disney Worldwide Services, Inc.**

Principal Place of Business: _____ Mailing Address: _____

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business:		2a. Mailing Address:	
21. 1375 Buena Vista Drive Suite, Apt. #, etc.	22. 4th Floor North City & State	26. 500 S. Buena Vista Street Suite, Apt. #, etc.	27. Burbank, CA City & State
23. Lake Buena Vista, FL Zip	24. 32830	28. Burbank, CA Zip	29. 91521-0586
25. USA Country		30. USA Country	

3. Date Incorporated or Qualified: **5-1-89**

4. FEI Number: **95-4245682**

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 or has paid the current year Intangible Personal Property Tax due June 30: Yes No

9. Name and Address of Current Registered Agent:

Ioppolo, Frank S.
1375 Buena Vista Drive
4th Floor North
Lake Buena Vista, FL 32830

10. Name and Address of New Registered Agent:

81. Name
82. Street Address (P.O. Box Number is Not Acceptable)
83. _____
84. City
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: _____ (NOTE: Registered Agent's signature required when reinstating)

12. OFFICERS AND DIRECTORS		
TITLE	PD	<input type="checkbox"/> DELETE
NAME	Litvack, Sanford M.	
STREET ADDRESS	500 S. Buena Vista St.	
CITY-ST-ZIP	Burbank, CA 91521	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	Thompson, David K.	
STREET ADDRESS	500 S. Buena Vista St.	
CITY-ST-ZIP	Burbank, CA 91521	
TITLE	SD	<input type="checkbox"/> DELETE
NAME	Reed, Marsha L.	
STREET ADDRESS	500 S. Buena Vista St.	
CITY-ST-ZIP	Burbank, CA 91521	
TITLE	T	<input type="checkbox"/> DELETE
NAME	Hunt, James	
STREET ADDRESS	1375 Buena Vista Drive, 4th Floor North	
CITY-ST-ZIP	Lake Buena Vista, FL 32830	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
11. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
12. NAME		
13. STREET ADDRESS		
14. CITY-ST-ZIP		
21. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
22. NAME		
23. STREET ADDRESS		
24. CITY-ST-ZIP		
31. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
32. NAME		
33. STREET ADDRESS		
34. CITY-ST-ZIP		
41. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
42. NAME		
43. STREET ADDRESS		
44. CITY-ST-ZIP		
51. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
52. NAME		
53. STREET ADDRESS		
54. CITY-ST-ZIP		
61. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
62. NAME		
63. STREET ADDRESS		
64. 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 if at 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 my address.

SIGNATURE: *Marsha L. Reed* **4-17-98** (818) 560-1000

CR2E034 (10/97)