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May 19, 1999 8:00 am
Secretary of State

05-19-1999 90017 001 *5,408.75

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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # **M42515**

1. Corporation Name
NETWORKS-U.S.A. III, INCORPORATED



Principal Place of Business
 2005 NE 121 RD.
 N. MIAMI FL 33181
 US

Mailing Address
 PO BOX 610096
 N. MIAMI FL 33181

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
 21 **650 WEST AVENUE**

2a. Mailing Address
 26
 Suite, Apt. #, etc.
 22 **PH-14**
 27 **P.O. Box 398750**

23 **MIAMI BEACH, FL**
 City & State
 Zip Country
 24 **33139** 25 **USA**

28 **MIAMI BEACH, FL**
 City & State
 Zip Country
 29 **33239** 30 **USA**

3. Date Incorporated or Qualified
12/02/1986

4. FEI Number
59-2744038

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

9. Name and Address of Current Registered Agent

FELDMAN, JEROME
 2005 NE 121 RD.
 N. MIAMI FL 33181

10. Name and Address of New Registered Agent

81 Name
 82 Street Address (P.O. Box Number is Not Acceptable) **PH 14**
 83
 84 City **MIAMI BEACH** FL 85 Zip Code **33139**

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]* **JEROME FELDMAN** DATE **4/20/99**

| 12. OFFICERS AND DIRECTORS | |
|--|--|
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE DP FELDMAN, JEROME 2005 NE 121 RD. N. MIAMI FL 33181 |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE T FELDMAN, MICHAEL 2005 NE 121 RD. N. MIAMI FL 33181 |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE S FELDMAN, JASON 2005 NE 121 RD. N. MIAMI FL 33181 |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE |

| 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|--|--|
| 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 650 WEST AVE. PH-14 MIAMI BEACH, FL 33139 |
| 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 650 WEST AVENUE PH-14 MIAMI BEACH, FL 33139 |
| 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 650 WEST AVENUE PH-14 MIAMI BEACH, FL 33139 |
| 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |

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: *[Signature]* **JEROME FELDMAN** DATE **4/20/99** Daytime Phone # **305/895-7000**

CR2E034 (11/98)