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FILED
May 05 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P32542 (3)
 1. Corporation Name
GEFFEN RECORDS, INC.



Principal Place of Business
**70 UNIVERSAL CITY PLAZA
 UNIVERSAL CITY CA 91608**

Mailing Address
**100 UNIVERSAL CITY PLAZA
 C/O TAX DEPT., 500/05
 UNIVERSAL CITY CA 91608-1002
 US**

3. Date Incorporated or Qualified **01/22/1991** 3a. Date of Last Report **05/01/1996**
 4. FEI Number **95-4266328** Applied For 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 has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business
 21 Suite, Apt. #, etc.
 22 City & State
 23 Zip
 24 Country

24. Mailing Address
 26 **P.O. Box 5023**
 27 Suite, Apt. #, etc.
 28 **NEW YORK, NY**
 29 Zip **10150**
 30 Country

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	SV	<input type="checkbox"/> DELETE
NAME	RANDALL, KAREN	
STREET ADDRESS	100 UNIVERSAL CITY PLAZA	
CITY-ST-ZIP	UNIVERSAL CITY CA	
TITLE	CD	<input type="checkbox"/> DELETE
NAME	ROSEBLOTT, ED	
STREET ADDRESS	9130 SUNSET BLVD.	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	EVD	<input type="checkbox"/> DELETE
NAME	WEITZMAN, HOWARD L.	
STREET ADDRESS	100 UNIVERSAL CITY PLAZA	
CITY-ST-ZIP	UNIVERSAL CITY CA	
TITLE	T	<input type="checkbox"/> DELETE
NAME	WALKER, JAMES J.	
STREET ADDRESS	9130 SUNSET BLVD.	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	S	<input type="checkbox"/> DELETE
NAME	SAMUEL, MICHAEL	
STREET ADDRESS	100 UNIVERSAL CITY PL.	
CITY-ST-ZIP	UNIVERSAL CITY CA	
TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	SMITH, GEORGE	
STREET ADDRESS	100 UNIVERSAL CITY PLAZA	
CITY-ST-ZIP	UNIVERSAL CITY CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Paul Buscemi
6.3 STREET ADDRESS	800 Third Avenue
6.4 CITY-ST-ZIP	New York, NY 10022

14. I do 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.

SIGNATURE: *Paul Buscemi* **Paul Buscemi** 41 197 212-572-7621

CR2E034 (9/96)