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Secretary of State

06-01-1999 90019 039 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P97000048093

1. Corporation Name
AN HONEST TUNE, INC.



Principal Place of Business: 10430 GLASSBOROUGH DRIVE ORLANDO FL 32825
 Mailing Address: 10430 GLASSBOROUGH DRIVE ORLANDO FL 32825

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 06/02/1997

4. FEI Number: 59-3449076 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 owes the current year Intangible Personal Property Tax: Yes No

2. Principal Place of Business: 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country 25

2a. Mailing Address: 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country 30

9. Name and Address of Current Registered Agent
MORROW, MARK
 10430 61ST GLASSBOROUGH DR
 ORLANDO FL 32825

10. Name and Address of New Registered Agent
 81 Name: Mark Morrow
 82 Street Address: 10430 Glassborough Dr.
 83
 84 City: Orlando FL 85 Zip Code: 32825

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: *Mark Morrow*
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE:

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	MORROW, MARK A	
STREET ADDRESS	10430 GLASSBOROUGH DRIVE	
CITY-ST-ZIP	ORLANDO FL 32825	
TITLE	STD	<input type="checkbox"/> DELETE
NAME	JIMENEZ, ANDREW	
STREET ADDRESS	10430 GLASSBOROUGH DRIVE	
CITY-ST-ZIP	ORLANDO FL 32825	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BREWER, CHRISTOPHER M	
STREET ADDRESS	10430 GLASSBOROUGH DRIVE	
CITY-ST-ZIP	ORLANDO FL 32825	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BROWN, CHRISTOPHER S	
STREET ADDRESS	10430 GLASSBOROUGH DRIVE	
CITY-ST-ZIP	ORLANDO FL 32825	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SPEED, J T	
STREET ADDRESS	10430 GLASSBOROUGH DRIVE	
CITY-ST-ZIP	ORLANDO FL 32825	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SOFER, BRIAN S	
STREET ADDRESS	10430 GLASSBOROUGH DRIVE	
CITY-ST-ZIP	ORLANDO FL 32825	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	DANIEL Gold	
1.3 STREET ADDRESS	10430 Glassborough Dr.	
1.4 CITY-ST-ZIP	Orlando, FL 32825	
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 type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 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 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: *Mark Morrow* 5/1/99 407-391-2595
 Signature and typed or printed name of signing officer or director Date Daytime Phone #

CR2E034 (11/98)