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May 12, 1999 8:00 am
Secretary of State

05-12-1999 90010 032 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P98000050237

1. Corporation Name
HOTTIES, INC.



Principal Place of Business: 605 LINCOLN RD MIAMI BEACH FL 33139
 Mailing Address: 1 HSN DRIVE ST PETERSBURG FL 33729

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26	152 W. 57th St.	05/29/1998	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27	42nd Fl.	65-0838309	
City & State		City & State		5. Certificate of Status Desired <input type="checkbox"/>	
23		28	New York, NY	\$8.75 Additional Fee Required	
Zip		Zip		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	
24		29	10019	\$5.00 May Be Added to Fees	
Country		Country		8. This corporation owes the current year Intangible Personal Property Tax.	
25		30	USA	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD PLANTATION FL 33324				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	85	Zip Code
				FL			

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

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		1.2 NAME	VD Genachowski, Julius
STREET ADDRESS		1.3 STREET ADDRESS	152 W. 57th St., 42nd Fl.
CITY-ST-ZIP		1.4 CITY-ST-ZIP	New York, NY 10019
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	PD
NAME		2.2 NAME	Miller, Jonathan
STREET ADDRESS		2.3 STREET ADDRESS	152 W. 57th St., 42nd Fl.
CITY-ST-ZIP		2.4 CITY-ST-ZIP	New York, NY 10019
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	VD
NAME		3.2 NAME	Binzak, Doug
STREET ADDRESS		3.3 STREET ADDRESS	8800 W. Sunset Blvd.
CITY-ST-ZIP		3.4 CITY-ST-ZIP	W. Hollywood, CA 90069
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	Rosenberg, Helen
STREET ADDRESS		4.3 STREET ADDRESS	8800 W. Sunset Blvd.
CITY-ST-ZIP		4.4 CITY-ST-ZIP	W. Hollywood, CA 90069
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	AS
NAME		5.2 NAME	Holtzman, Steven
STREET ADDRESS		5.3 STREET ADDRESS	1 HSN Drive
CITY-ST-ZIP		5.4 CITY-ST-ZIP	St. Petersburg, FL 33729
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	AT
NAME		6.2 NAME	Morgan, Ken
STREET ADDRESS		6.3 STREET ADDRESS	1 HSN Drive
CITY-ST-ZIP		6.4 CITY-ST-ZIP	St. Petersburg, FL 33729

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: _____ DATE: 4/21/99 DAYTIME PHONE #: (212) 314-7274

CR2E034 (11/98)

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V

Binke, Mark
605 Lincoln Road
Miami Beach, FL 33139

V

Leshem, Matti
605 Lincoln Road
Miami Beach, FL 33139

S

Bolter, Howard
8800 West Sunset Blvd.
West Hollywood, CA 90069

AT

Swartz, Jeff
8800 West Sunset Blvd.
West Hollywood, CA 90069

AT

Morgan, Ken
1 HSN Drive
St. Petersburg, FL 33729