

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # **F92000000957 (2)**  
1. Corporation Name  
**SPE CORPORATE SERVICES INC.**



Principal Place of Business: **10202 W WASHINGTON BLVD BURBANK CA 90232 US**

Mailing Address: **10202 W. WASHINGTON BLVD. SONY PICTURES PLAZA #1132 CULVER CITY CA 90232 US**

2. Principal Place of Business (21) Suite, Apt. #, etc. (22) City & State (23) **Culver City, CA** Zip (24) Country (25)

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

3. Date incorporated or Qualified: **12/30/1992**

3a. Date of Last Report: **05/17/1995**

4. FLI Number: **13-3540358** 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

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYES ST, STE 105  
TALLAHASSEE FL 32301**

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 607.0602 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: \_\_\_\_\_ (NOTE: Registered Agent signature required when registering)

12. OFFICERS AND DIRECTORS

|                 |                                  |                                 |
|-----------------|----------------------------------|---------------------------------|
| TITLE           | <b>P</b>                         | <input type="checkbox"/> DELETE |
| NAME            | <b>WILLIAMS, KENNETH S</b>       |                                 |
| STREET ADDRESS  | <b>10202 W. WASHINGTON BLVD.</b> |                                 |
| CITY - ST - ZIP | <b>CULVER CITY CA 90232</b>      |                                 |
| TITLE           | <b>D</b>                         | <input type="checkbox"/> DELETE |
| NAME            | <b>LEMBERGER, KENNETH</b>        |                                 |
| STREET ADDRESS  | <b>10202 W. WASHINGTON BLVD.</b> |                                 |
| CITY - ST - ZIP | <b>CULVER CITY CA</b>            |                                 |
| TITLE           | <b>AS</b>                        | <input type="checkbox"/> DELETE |
| NAME            | <b>MCBRIDE, JOHN C JR</b>        |                                 |
| STREET ADDRESS  | <b>10202 W. WASHINGTON BLVD.</b> |                                 |
| CITY - ST - ZIP | <b>CULVER CITY CA</b>            |                                 |
| TITLE           | <b>VSD</b>                       | <input type="checkbox"/> DELETE |
| NAME            | <b>JACOBI, RONALD N</b>          |                                 |
| STREET ADDRESS  | <b>10202 W. WASHINGTON BLVD.</b> |                                 |
| CITY - ST - ZIP | <b>CULVER CITY CA</b>            |                                 |
| TITLE           | <b>VFD</b>                       | <input type="checkbox"/> DELETE |
| NAME            | <b>HOWELLS, EDGAR H JR.</b>      |                                 |
| STREET ADDRESS  | <b>10202 W. WASHINGTON BLVD.</b> |                                 |
| CITY - ST - ZIP | <b>CULVER CITY CA</b>            |                                 |
| TITLE           | <b>VAS</b>                       | <input type="checkbox"/> DELETE |
| NAME            | <b>BERKE, BETH</b>               |                                 |
| STREET ADDRESS  | <b>10202 W. WASHINGTON BLVD.</b> |                                 |
| CITY - ST - ZIP | <b>CULVER CITY CA 90232</b>      |                                 |

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 type="checkbox"/> Addition |
| 6.2 NAME            |   |
| 6.3 STREET ADDRESS  |   |
| 6.4 CITY - ST - ZIP |   |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 in an attachment with an address.

SIGNATURE: *Beth Berke* **Beth Berke, Sr. VP & Asst. Sec.** April 3, 1996 (310) 280-4683

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Digitized Phone #

CR2E034 (12/95)

EXHIBIT A  
SPE CORPORATE SERVICES INC.  
1996 FLORIDA CORPORATION ANNUAL REPORT  
ID NUMBER: F92000000957

12. Names and addresses of officers and directors:

| <u>Title</u>  | <u>Name</u>           | <u>Address</u>                                   |
|---|-----------------------|--|
| President   | Kenneth S. Williams   | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Executive Vice President,<br>General Counsel and<br>Secretary | Ronald N. Jacobi      | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Senior Vice President and<br>Chief Financial Officer          | Edgar H. Howells, Jr. | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Senior Vice President and<br>Assistant Secretary              | Beth Berke            | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Senior Vice President and<br>Assistant Secretary              | Joel Grossman         | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Vice President and Treasurer                                  | Joseph Kraft          | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Vice President  | Robert Moses          | 711 5th Avenue, New York, NY 10022               |
| Vice President  | Pam Saraceno          | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Vice President  | Joe Stevens           | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Assistant Secretary   | Vicki R. Solmon       | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Assistant Secretary   | Robert Eichhorn       | 711 5th Avenue, New York, NY 10022               |
| Assistant Secretary   | Michael Winchester    | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Assistant Secretary   | John C. McBride, Jr.  | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Assistant Controller  | Charles Falcetti      | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Assistant Treasurer   | Lynne R. Shulim       | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Assistant Treasurer -<br>Risk Management                      | Janel Clausen         | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Director  | Edgar H. Howells, Jr. | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Director  | Ronald N. Jacobi      | 10202 W. Washington Blvd., Culver City, CA 90232 |
| Director  | Kenneth Lemberger     | 10202 W. Washington Blvd., Culver City, CA 90232 |