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Feb 25 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 # F93000002811 (8)

1. Corporation Name

KS (KEARNEY STREET) CORPORATION

Principal Place of Business

1999 AVENUE OF THE STARS, SUITE 2000
LOS ANGELES CA 90067

Mailing Address

1999 AVENUE OF THE STARS, SUITE 2000
LOS ANGELES CA 90067-6055

3. Date Incorporated or Qualified

06/17/1993

3a. Date of Last Report

07/31/1996

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

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

Signature, typed or printed name of registered agent and title, if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
CD	ALLWIN, JAMES M	1999 AVENUE OF THE STARS, SUITE 2000	LOS ANGELES CA 90067	<input type="checkbox"/>
VD	DONOGHUE, GEOFFREY M	1999 AVENUE OF THE STARS, SUITE 2000	LOS ANGELES CA 90067	<input type="checkbox"/>
V	HAPPEL, MICHAEL A	1999 AVENUE OF THE STARS, SUITE 2000	LOS ANGELES CA 90067	<input type="checkbox"/>
PD	DRITLEY, JEFFREY A	1999 AVENUE OF THE STARS, SUITE 2000	LOS ANGELES CA 90067	<input type="checkbox"/>
VCFO	WISSMANN, AMY J	1999 AVENUE OF THE STARS, SUITE 2000	LOS ANGELES CA 90067	<input type="checkbox"/>
VSD	ROESSLER, RONALD R	1999 AVENUE OF THE STARS, SUITE 2000	LOS ANGELES CA 90067	<input type="checkbox"/>

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP	Change	Addition
2.1 TITLE	2.2 NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
3.1 TITLE	3.2 NAME	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
4.1 TITLE	4.2 NAME	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
5.1 TITLE	5.2 NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
6.1 TITLE	6.2 NAME	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>

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, as changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

0501814

CR2E034 (9/96)