



THE UNITED STATES
CORPORATION
COMPANY

F9600000/954

ACCOUNT NO. : 072100000032

REFERENCE : 035491 4337007

AUTHORIZATION :

Patricia Pizitz

COST LIMIT : \$ 35.00

ORDER DATE : November 17, 1998

ORDER TIME : 11:22 AM

ORDER NO. : 035491-040

CUSTOMER NO: 4337007

CUSTOMER: Mr. John A. Lambert
Saban Entertainment
10960 Wilshire Boulevard

Los Angeles, CA 90024

RECEIVED
98 NOV 19 PM 12:09
CLERK OF SUPERIOR COURT
COUNTY OF LOS ANGELES
CALIFORNIA

RA
Change

CHANGE OF AGENT

NAME: CAPE PRODUCTIONS, INC.

500002691585--5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Sara Lea

FILED
98 NOV 19 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/20/98

*** FILING FEE: \$35.00 ***

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Cape Productions, Inc.

2. The mailing address of the corporation is: 10960 Wilshire Boulevard
Los Angeles, CA 90024

3. Date of incorporation/qualification: April 19, 1996 Document number: _____

4. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Jack D. Samuels
(Signature of an officer, chairman or vice chairman of the board)

Oct 16, 1998
(Date)

Jack D. Samuels, Vice President

(Printed or typed name and title)

October 16, 1998

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Corporation Service Company

Karen B. Rozar
(Signature of Registered Agent)

11/19/98
(Date)

If signing on behalf of an entity:

Karen B. Rozar, Asst. Sec.
Corporation Service Company

(Typed or Printed Name)

(Capacity)