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**Apr 22 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 # F96000005986 (2)

1. Corporation Name
TLA FUNDING CORPORATION



Principal Place of Business
**16830 VENTURA BLVD
ENCINO CA 91436**

Mailing Address
**16830 VENTURA BLVD
ENCINO CA 91436-1707**

3. Date Incorporated or Qualified
11/15/1996

3a. Date of Last Report

2. Principal Place of Business

21. Suite, Apt. #, etc.

22. City & State

23. Zip

24. Country

2a. Mailing Address

26. Suite, Apt. #, etc.

27. City & State

28. Zip

29. Country

4. FEI Number **95-4597542**
APPLIED FOR

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

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

5. a. Name, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 Change Addition

TITLE **DT**
NAME **SICURO, MICHAEL A**
STREET ADDRESS **16830 VENTURA BLVD**
CITY - ST - ZIP **ENCINO CA 91436**

1.1 TITLE **Senior Vice President**
1.2 NAME **Barreca, Rick**
1.3 STREET ADDRESS **16830 Ventura Blvd**
1.4 CITY - ST - ZIP **Encino, CA 91436**

TITLE **D**
NAME **BRUCE, NORVAL L**
STREET ADDRESS **16830 VENTURA BLVD**
CITY - ST - ZIP **ENCINO CA 91436**

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP

TITLE **DP**
NAME **GUARINI, GEORGE J**
STREET ADDRESS **16830 VENTURA BLVD**
CITY - ST - ZIP **ENCINO CA 91436**

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY - ST - ZIP

TITLE **D**
NAME **HALIGOWSKI, GEORGE W**
STREET ADDRESS **16830 VENTURA BLVD**
CITY - ST - ZIP **ENCINO CA 91436**

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP

TITLE **S**
NAME **MAYER, MICHAEL L**
STREET ADDRESS **16830 VENTURA BLVD**
CITY - ST - ZIP **ENCINO CA 91436**

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY - ST - ZIP

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 if changed, or on an attachment with an address.

SIGNATURE:

Michael L Mayer
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-14-97
Date

(818) 551-0600
Daytime Phone #

CR2E034 (9/96)