PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

'A'PPLICATION **FOR** REINSTATEMENT



FLORIDA DEPARTMENT OF STATE **Katherine Harris**

Secretary of State DIVISION OF CORPORATIONS FILED.

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F97000002813 **DOCUMENT#**

1. Corporation Name

VIRGIN ENTERTAINMENT GROUP, INC.

Principal Place of Business 1494 BUENA VISTA DR LAKE BUENA VISTA FL 32830 US

Mailing Address

4751_WILSHIRE_BOULEVARD, THIRD FLOOR LOS ANGELES CA 90010

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If above addresses are incorrect in any way, line through incorrect information and enter correction below.

SECRETARY OF STATE TALLAHASSEE. FLORIDA 100003493111---12/11/00--01027--020 ****750.00°



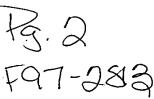
5757						Date Incorporated or Qualified To Do Business in Florida 05/29/1997			
Suite, Apt. #, etc. Suite, Apt. # Suite, A			300		5. FEI Number 95-4385291			Applied For	
								Not Applicable	
Zip Country Zip			Zip 900	36 Country	USA	6. CERTIFICATE OF STATUS DESIRED \$8.75 Additional Fee required for a Certificate of Status			
7. Names a	and Street Add	dresses of Each Officer and/	or Director (Flo	ida nonprofit corpora	tions must list at lea	st 3 directors)			
Title(s)	2	Name of Officers and/or Directors			et Address of Each cer and/or Director		City / State / Zip		
PCEO)	PILLAR, RUSS Ward, Glen			4751 WILSHIRE BOULEVARD, THIRD F			LOS ANGELES CA 90010 9003		
SD	CRAWTORD, CANDAGE JONES, Andrew			4761 WILSHIRE BOULEVARD, THIRD F 5757 Suit 300			LOS ANGELES CA 90010 9 0036		
D	WRIGHT, SIMON Calcidice, Kathie			4751 WILSHIRE BOULEVARD, THIRD F 5757 Suit 300			LOS ANGELES CA 90010 90036		
0	BURKE, SIMON			4751 WILSHIRE BLVD., THIRD FLOOR			LOS ANGELES CA 99010		
SVP	TOWNSEND, MICHAEL			4751 WILSHIRE BLVD., THIRD FLOOR			LOS-ANGELES CA 99010.		
VP	ALDER, DAMD Ahija, Ravi			4751 WILSHIRE BLVD., THIRD-FLOOR Suite 300			LOS ANGELES CA 90010 9 003		
8. Name and Address of Current Registered Agent					Name and Address of New Registered Agent				
PARACORP INCORPORATED 236 E 6TH AVE TALLAHASSEE FL 32303					Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, Etc.				
10. I, being appointed the registered agent of the above named corp					City State Zip Code			ode .	
10. I, being Signature o Registered	of	SEENA	Hac	hedio	"FF. 116333."	ibligations of Secti	on 607.0505, F.S.		
		Ri	EGISTERED AG	ENT MUST SIGN	4.01.14.7.11.7				

11. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is								
VIRGIN ENTERTAINMENT GROUP, INC.								
The name and address of the registered agent is								
PARACORP INCORPORATED								
236 EAST 6TH AVENUE								
TALLAHASSEE, FL 32303								

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.

SIGNATURE ASSISTANT Secretary