

F9700000311

(Requestor's Name)

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(City/State/Zip/Phone #)

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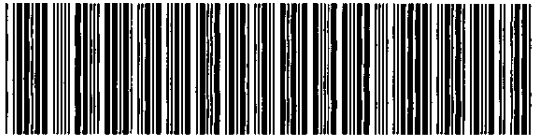
(Business Entity Name)

(Document Number)

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2008 MAY 27 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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6-200

ERVIN COHEN & JESSUP^{LLP}

9401 Wilshire Boulevard, 9th Floor
Beverly Hills, CA 90212-2974
wyasunari@ecjlaw.com
PH: 310.281.6322
FX: 310.887.6894
File 5183-36

May 22, 2008

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **Cinram, Inc. – Statement of Change of Registered Office & Agent**

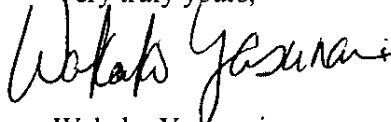
Dear Sir or Madam:

Enclosed please find an original and a copy of the signed and dated Statement of Change of Registered Office and Registered Agent for Cinram, Inc., a Delaware corporation.

Our firm's check in the amount of \$35.00 for the filing fee is enclosed.

Please file the original Statement of Change, stamp the copy to confirm receipt and return the stamped copy to me in the envelope provided. Please call me with any questions.

Very truly yours,



Wakako Yasunari
Corporate Paralegal

Enclosures

cc: Mr. Jaime Ovadia (w/copy) via email to jaimeovadia@cinram.com
Howard Z. Berman, Esq. (w/copy) via email
Ken A. Luer, Esq. (w/copy) via email
Mary Pat Curran (w/copy) via email

**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, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Cinram, Inc.
2. The principal office address: 1500 Rich Road, Richmond, Indiana 47374
3. The mailing address (if different): Howard Z. Berman, Esq.
860 Via de la Paz, Suite F1, Pacific Palisades, CA 90272
4. Date of incorporation/qualification: 6/13/1997 qualified Document number: F97000003111
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Jalme Ovdia

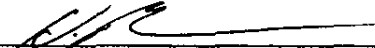
364 Mallard Drive, Weston, FL 33327

(P.O. Box NOT acceptable)

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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, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

Howard Z. Berman, Sr. Vice President
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)

05/14/08

(Date)

If signing on behalf of an entity:

Jalme Ovdia

(Typed or Printed Name)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E045 (8/05)