2005 FOR PROFIT CORPORATION ANNUAL REPORT

Mar 29, 2005 08:00 AM Secretary of State DOCUMENT # F99000006424 MEDÍABRAINS INC. Principal Place of Business Mailing Address 999 VANDERBILT BEACH ROAD 999 VANDERBILT BEACH ROAD **SUITE 607** SUITE 607 NAPLES, FL 34108 NAPLES, FL 34108 CR2E034 (10/03) 03212005 No Chg-P DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number 59-3599053 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent CIT CORPORATION SYSTEM DO NOT WRITE 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am famillar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable (NOTE Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 Added to Fees Trust Fund Contribution. After May 1, 2005 Fee will be \$550.00 OFFICERS AND DIRECTORS 10. TITLE CEO NAME BUCKHEIT, JOSEPH 999 VANDERBILT BEACH ROAD STREET ADDRESS CITY-ST-ZIP NAPLES, FL 34108 NAME TALMONT, SUZANNE. 03/29/05-80002-006 150.00 999 VANDERBILT BEACH ROAD STREET ADDRESS CITY-ST-ZIP NAPLES, FL 34108 BRANDON, KEVIN 1 SEAPORT PLAZA 199 WATER ST STREET ADDRESS DO NOT WRITE NEW YORK, NY 10038 CITY-ST-ZIP IN THIS SPACE DE NINO, MARK 435 DEVON PARK DR 700 BLDG STREET ADDRESS WAYNE, PA 19087 CITY-ST-ZIP

12. I hereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: _

TITLE

STREET ADDRESS CITY-ST-ZIP

STREET ADDRESS

Sugar Dalmort

3/22/05 239-594-3200

FILED