2006 FOR PROFIT CORPORATION

## Mar 20, 2006 08:00 AM ANNUAL REPORT Secretary of State DOCUMENT # F99000006424 1. Entity Name MEDIABRAINS INC. Principal Place of Business Mailing Address 999 VANDERBILT BEACH ROAD 999 VANDERBILT BEACH ROAD SUITE 607 SUITE 607 NAPLES, FL 3410B NAPLES, FL 34108 03102006 No Chg-P CR2E034 (11/05) DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 59-3599053 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent C T 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 familiar with, and accept tive obligations of registered agent SIGNATURE. Signature, typed or crinted name of registered agent and fills if applicable (NOTE, Registered Agent signature required when reinstating) DATE \$5.00 May Be 9. Election Campaign Financing FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00 Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS 10. CEO 04/04/06-800**47-**009 150.00 BUCKHEIT, JOSEPH NAME STREET ADDRESS 999 VANDERBILT BEACH ROAD CAY-ST-ZIP NAPLES, FL 34108 TITLE TALMONT, SUZANNE NAME 999 VANDERBILT BEACH ROAD STREET ADDRESS CITY-ST-ZIP NAPLES, FL 34108 77TLE BRANDON, KEVIN STREET ADDRESS 1 SEAPORT PLAZA 199 WATER ST DO NOT WRITE NEW YORK, NY 10038 C(TY-ST-ZIP IN THIS SPACE DE NINO, MARK 435 DEVON PARK DR 700 BLDG STREET ADDRESS CITY-ST-ZIP **WAYNE, PA 19087** NALTE STREET ADDRESS CITY-ST-ZIP TITLE NAME

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119. 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:

STREET ADDRESS CITY-ST-ZIP

**FILED**