

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 9, 1995.  
AMOUNT DUE ON OR BEFORE 6/30/95: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375)

PROFIT  
CORPORATION  
ANNUAL REPORT  
1995



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morton  
Secretary of State  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 JUL -3 AM 8:47

DOCUMENT # K71859 (8)

1. Corporation Name

VIDEO DIFFERENCE, INC.

Principal Place of Business

911 VILLAGE BLVD., SUITE 804  
WEST PALM BEACH FL 33409

Mailing Address

911 VILLAGE BLVD., SUITE 804  
WEST PALM BEACH FL 33409

DO NOT WRITE IN THIS SPACE.

|                                                                                                                                                            |                                       |
|------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|
| 3. Date Incorporated or Qualified<br>03/10/1989                                                                                                            | 3a. Date of Last Report<br>01/24/1994 |
| 4. FEI Number<br>58-4588290                                                                                                                                | Applied For<br>Not Applicable         |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                  | \$8.75 Additional<br>Fee Required     |
| 6. Election Campaign Financing<br>Trust Fund Contributions <input type="checkbox"/>                                                                        | \$5.00 May Be<br>Added to Fees        |
| 8. This corporation has liability for income tax under s. 190.002,<br>Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                       |

|                                |                         |
|--------------------------------|-------------------------|
| 2. Principal Place of Business | 2a. Mailing Address     |
| 21. State, Apt. #, etc.        | 26. State, Apt. #, etc. |
| 22. City & State               | 27. City & State        |
| 23. Zip                        | 28. Zip                 |
| 24. Country                    | 29. Country             |

9. Name and Address of Current Registered Agent

SASSER, DEBORAH S  
11150 THYME DRIVE  
PALM BEACH GARDENS FL 33410

10. Name and Address of New Registered Agent

|                                                        |
|--------------------------------------------------------|
| 81. Name                                               |
| 82. Street Address (P.O. Box Number is Not Acceptable) |
| 83. City                                               |
| 84. State 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

(Signature of officer or director of corporation and date of signature)

(Signature of Registered Agent required when resigning)

DATE

| 12. OFFICERS AND DIRECTORS |                           | 13. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS |                                                                   |
|----------------------------|---------------------------|--------------------------------------------------|-------------------------------------------------------------------|
| TITLE                      | VP                        | 1.1 TITLE                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | SASSER, DEBORAH S         | 1.2 NAME                                         |                                                                   |
| STREET ADDRESS             | 11150 THYME DRIVE         | 1.3 STREET ADDRESS                               |                                                                   |
| CITY-ST-ZIP                | PALM BCH GARDENS FL 33410 | 1.4 CITY-ST-ZIP                                  |                                                                   |
| TITLE                      | S                         | 2.1 TITLE                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | SASSER, EDGAR J           | 2.2 NAME                                         |                                                                   |
| STREET ADDRESS             | 11150 THYME DRIVE         | 2.3 STREET ADDRESS                               |                                                                   |
| CITY-ST-ZIP                | PALM BCH GARDENS FL 33410 | 2.4 CITY-ST-ZIP                                  |                                                                   |
| TITLE                      |                           | 3.1 TITLE                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                           | 3.2 NAME                                         |                                                                   |
| STREET ADDRESS             |                           | 3.3 STREET ADDRESS                               |                                                                   |
| CITY-ST-ZIP                |                           | 3.4 CITY-ST-ZIP                                  |                                                                   |
| TITLE                      |                           | 4.1 TITLE                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                           | 4.2 NAME                                         |                                                                   |
| STREET ADDRESS             |                           | 4.3 STREET ADDRESS                               |                                                                   |
| CITY-ST-ZIP                |                           | 4.4 CITY-ST-ZIP                                  |                                                                   |
| TITLE                      |                           | 5.1 TITLE                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                           | 5.2 NAME                                         |                                                                   |
| STREET ADDRESS             |                           | 5.3 STREET ADDRESS                               |                                                                   |
| CITY-ST-ZIP                |                           | 5.4 CITY-ST-ZIP                                  |                                                                   |
| TITLE                      |                           | 6.1 TITLE                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                           | 6.2 NAME                                         |                                                                   |
| STREET ADDRESS             |                           | 6.3 STREET ADDRESS                               |                                                                   |
| CITY-ST-ZIP                |                           | 6.4 CITY-ST-ZIP                                  |                                                                   |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), 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:

Deborah S. Sasser, Deborah S Sasser

6/26/95 407-833-8495

(Signature and typed or printed name of signing officer or director)

Date

(Typed Name)

CR2E034 (3/95)