2006 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L02000025402

Entity Name: PHUN STUDIOS LLC

FILED Jul 03, 2006 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

1111 SOUTH ST 816 WEST LAS OLAS BLVD KEY WEST, FL 33040 FT. LAUDERDALE, FL 33312

Current Mailing Address: New Mailing Address:

5119 THATABOY CT 826 WEST LAS OLAS BLVD LAS VEGAS, NV 89130 FT. LAUDERDALE, FL 33312

FEI Number: 14-1844907 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

WILLIAMS, CRAIG D

1111 SOUTH STREET

KEY WEST, FL 33040 US

WILLIAMS, CRAIG D

826 WEST LAS OLAS BLVD.

FT. LAUDERDALE, FL 33312 US

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.

SIGNATURE: CRAIG WILLIAMS 07/03/2006

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM () Delete
Name: WILLIAMS, CRAIG D
Address: 5119 THATABOY CT
City-St-Zip: LAS VEGAS, NV 89130

Title: MGRM () Delete
Name: WILLIAMS, NICOLETTA J
Address: 5119 THATABOY CT
City-St-Zip: LAS VEGAS, NV 89130

ADDITIONS/CHANGES:

Title: MGRM (X) Change () Addition
Name: WILLIAMS, CRAIG D
Address: 826 WEST LAS OLAS BLVD
City-St-Zip: FT. LAUDERDALE, FL 33312

Title: MGRM (X) Change () Addition
Name: WILLIAMS, NICOLETTA J
Address: 826 WEST LAS OLAS BLVD
City-St-Zip: FT. LAUDERDALE, FL 33312

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: CRAIG WILLIAMS MGRM 07/03/2006