2004 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L03000001363

Entity Name: BREAKAWAY FILMS III, LLC

FILED Apr 06, 2004 Secretary of State

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

1191 EAST NEWPORT CENTER DRIVE 1191 EAST NEWPORT CENTER DRIVE

SUITE 210 SUITE 210

DEERFIELD BEACH, FL 33442 DEERFIELD BEACH, FL 33442

New Mailing Address: Current Mailing Address:

1191 EAST NEWPORT CENTER DRIVE 1191 EAST NEWPORT CENTER DRIVE SUITE 210 SUITE 210

DEERFIELD BEACH, FL 33442 DEERFIELD BEACH, FL 33442 US

FEI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired ()

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

CASTELL, RONALD 1191 EAST NEWPORT CENTER DRIVE SUITE 210 DEERFIELD BEACH, FL 33442

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:

Name:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS: ADDITIONS/CHANGES:

() Delete Title: MGR () Change (X) Addition

RDP, LLC, Address: Address: 1191 EAST NEWPORT CENTER DR., STE. 210

Name:

City-St-Zip: City-St-Zip: DEERFIELD BEACH, FL 33442 US

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), 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: RONALD CASTELL, MGRM. OF MGR. 04/06/2004