
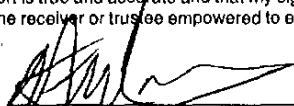


2nd NOTICE:

Limited Liability Company Will Be Dissolved On Or
After October 8, 1997. If Dissolved, Minimum Amount
Due To Reinstate: \$703.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997				FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 588.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee + \$385.00 Late Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company		DOCUMENT # L94000000333			
SABLE PRODUCTIONS 2000, L.C. 1001 NORTH BARFIELD DRIVE MARCO ISLAND FL 33937		1a. Principal Place of Business Address 1001 NORTH BARFIELD DRIVE MARCO ISLAND FL 33937			
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		07/18/1994	
City & State		City & State		4. FEI Number	
Zip		Zip		65-0504992	
Country		Country		5. Date of Last Report	
34145		34145		05/01/1996	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent			
KRAMER, FREDERICK C 950 NORTH COLLIER BLVD. SUITE 201 MARCO ISLAND FL 33937		Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code 34145			
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____ DATE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when re-instating)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	MACGREGOR, HUGH	1001 NORTH BARFIELD DR.		MARCO ISLAND FL 800002313778-1 -10/07/97--01041--004 ****588.75 ****588.75	
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my 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; and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE:  HUGH F. MACGREGOR 10/1/97					