

**FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00**

**FILED**  
**Apr 10 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P26357 (4)**

1. Corporation Name  
**TRISTAR PICTURES, INC.**



Principal Place of Business <b>10202 W WASHINGTON BLVD                  CULVER CITY CA 90232                  US</b>	Mailing Address <b>10202 W. WASHINGTON BLVD                  SONY PICTURES PLAZA #1132                  CULVER CITY CA 90232-3119                  US</b>
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3. Date Incorporated or Qualified <b>10/06/1989</b>	3a. Date of Last Report <b>04/26/1996</b>
4. FEI Number <b>13-3451889</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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9. Name and Address of Current Registered Agent <b>THE PRENTICE-HALL CORPORATION SYSTEM, INC.                  1201 HAYES ST, STE 105                  TALLAHASSEE FL 32301</b>	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code <b>FL</b>
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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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS	
TITLE <b>P</b>	<input checked="" type="checkbox"/> DELETE
NAME <b>PLATT, MARC</b>	
STREET ADDRESS <b>10202 W. WASHINGTON BLVD</b>	
CITY-ST-ZIP <b>CULVER CITY CA</b>	
TITLE <b>VD</b>	<input type="checkbox"/> DELETE
NAME <b>HOWELLS, EDGAR H JR</b>	
STREET ADDRESS <b>10202 W. WASHINGTON BLVD</b>	
CITY-ST-ZIP <b>CULVER CITY CA</b>	
TITLE <b>AS</b>	<input type="checkbox"/> DELETE
NAME <b>MCBRIDE, JOHN C JR</b>	
STREET ADDRESS <b>10202 W. WASHINGTON BLVD</b>	
CITY-ST-ZIP <b>CULVER CITY CA</b>	
TITLE <b>VAS</b>	<input type="checkbox"/> DELETE
NAME <b>BERKE, BETH (ASST)</b>	
STREET ADDRESS <b>10202 W WASHINGTON BLVD</b>	
CITY-ST-ZIP <b>CULVER CITY CA</b>	
TITLE <b>VSD</b>	<input type="checkbox"/> DELETE
NAME <b>JACOBI, RONALD N</b>	
STREET ADDRESS <b>1020 W. WASHINGTON BLVD</b>	
CITY-ST-ZIP <b>CULVER CITY FL</b>	
TITLE <b>VT</b>	<input type="checkbox"/> DELETE
NAME <b>KRAFT, JOSEPH</b>	
STREET ADDRESS <b>10202 W WASHINGTON BLVD</b>	
CITY-ST-ZIP <b>CULVER CITY CA</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE <b>P</b>	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME <b>COOPER, ROBERT</b>	
1.3 STREET ADDRESS <b>10202 W. WASHINGTON BLVD.</b>	
1.4 CITY-ST-ZIP <b>CULVER CITY, CA 90232</b>	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS <b>10202 W. WASHINGTON BLVD.</b>	
5.4 CITY-ST-ZIP <b>CULVER CITY, CA 90232</b>	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. 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 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; 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 in an attachment with an address.

SIGNATURE: \_\_\_\_\_ **John C. McBride, Jr.**  
 Assistant Secretary 3/13/97

CR2E034 (9/96)

**EXHIBIT A**  
**TRISTAR PICTURES, INC.**  
**1997 FLORIDA CORPORATION ANNUAL REPORT**  
**File No. P26357**

**Name, Title and Business Address of All Officers and Directors:**

<b>Title</b>	<b>Name</b>	<b>Business Address</b>
President	Robert Cooper	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, General Counsel and Secretary	Ronald N. Jacobi	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Business Affairs	Robert Geary	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and Assistant Secretary	Jared Jussim	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and Chief Financial Officer	Edgar H. Howells, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Music	Robert E. Holmes	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Assistant Secretary	Joel Grossman	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	Sheldon Rabinowitz	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President - Legal Affairs and Assistant Secretary	Lisbeth Aschenbrenner	10202 W. Washington Blvd., Culver City, CA 90232
Vice President and Treasurer	Joseph Kraft	10202 W. Washington Blvd., Culver City, CA 90232
Vice President, Legal Affairs and Assistant Secretary	Luis Allen	10202 W. Washington Blvd., Culver City, CA 90232
Vice President	Robert Moses	555 Madison Avenue, New York, NY 10022
Assistant Secretary	John C. McBride, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Larry Stephens	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Vicki R. Solmon	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Ray Zimmerman	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Robert Eichhorn	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Michael Winchester	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Gary Martin	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Ann Tait-Rourk	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Pete Corral	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Burt Berman	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Controller	Charles Falcetti	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Treasurer	Lynne R. Shulim	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Treasurer - Risk Management	Janel Clausen	10202 W. Washington Blvd., Culver City, CA 90232

**Directors:**

Edgar H. Howells, Jr.	10202 W. Washington Blvd., Culver City, CA 90232
Ronald N. Jacobi	10202 W. Washington Blvd., Culver City, CA 90232
Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232