

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

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P92000005715

1. Corporation Name

FAMILY ENTERTAINMENT CENTERS, INC.

Principal Place of Business

1201 ELM STREET
DALLAS TX 75270

Mailing Address

C/O PHILIPPE P. DAUMAN
1515 BROADWAY
NEW YORK NY 10036

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

2a. Mailing Address

c/o MICHAEL D. FRICKLAS
Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

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, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when first filing)

DATE

12. OFFICERS AND DIRECTORS

TITLE

D

[] DELETE

NAME

SMITH, GEORGE S JR

STREET ADDRESS

1515 BROADWAY

CITY-ST-ZIP

NEW YORK NY 10036

TITLE

PD

[] DELETE

NAME

ANTIOCO, JOHN F

STREET ADDRESS

1201 ELM STREET

CITY-ST-ZIP

DALLAS TX 75270

TITLE

EVSD

[] DELETE

NAME

DAUMAN, PHILIPPE P

STREET ADDRESS

1515 BROADWAY

CITY-ST-ZIP

NEW YORK NY 10036

TITLE

VCFO

[] DELETE

NAME

LYALL, LYNN J

STREET ADDRESS

1201 ELM STREET

CITY-ST-ZIP

DALLAS TX 75270

TITLE

AS

[] DELETE

NAME

STACK, ILENE W

STREET ADDRESS

1515 BROADWAY

CITY-ST-ZIP

NEW YORK NY 10036

TITLE

[] DELETE

NAME

[] DELETE

STREET ADDRESS

[] DELETE

CITY-ST-ZIP

[] DELETE

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE

[] Change [] Addition

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY-ST-ZIP

31 TITLE

[] Change [] Addition

32 NAME

33 STREET ADDRESS

34 CITY-ST-ZIP

41 TITLE

[] Change [] Addition

42 NAME

43 STREET ADDRESS

44 CITY-ST-ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY-ST-ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY-ST-ZIP

AS

LIOTTA, MICHAEL A
1515 BROADWAY
NEW YORK NY 10036

14. I 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 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, with all other like empowered.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

MICHAEL A. LIOTTA

1/29/99

212-846-5955

FILED

99 FEB -5 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

11/18/1992

4. FEI Number

65-0386839

Applied For
Not Applicable

5. Certificate of Status Desired []

\$8.75 Additional
Fee Required

6. Election Campaign Financing []

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible
Personal Property Tax. [] Yes [] No

10. Name and Address of New Registered Agent

CR2E034 (11/98)