

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

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Sep 11 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # <b>p 93000066777</b>			
1. Corporation Name <b>Take One, Scene One, Inc.</b>			
Principal Place of Business <b>6914 Thomas Drive Panama City Beach, FL 32408</b>		Mailing Address	
2. Principal Place of Business <b>6914 Thomas Drive</b>		2a. Mailing Address <b>P. O. Box 1973</b>	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
22. City & State <b>Panama City Beach, FL</b>		27. City & State <b>Panama City, FL</b>	
24. Zip <b>32408</b>		29. Zip <b>32401</b>	
Country <b>Bay</b>		Country <b>Bay</b>	
9. Name and Address of Current Registered Agent <b>Wynter Byrd 6914 Thomas Drive Panama City Beach, FL 32408</b>		10. Name and Address of New Registered Agent <b>John L. Gioiello, Esq. 402 Jenks Avenue Panama City Panama City, FL 32401</b>	
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 <i>[Signature]</i>		DATE <b>8-15-97</b>	
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE <b>President</b>		1.1 TITLE <b>President</b>	
1.2 NAME <b>Wynter Byrd</b>		1.2 NAME <b>Dave Stalnaker</b>	
1.3 STREET ADDRESS <b>6914 Thomas Drive</b>		1.3 STREET ADDRESS <b>415 Harrison Avenue</b>	
1.4 CITY-ST-ZIP <b>Panama City Beach, FL 32408</b>		1.4 CITY-ST-ZIP <b>Panama City, FL 32401</b>	
2.1 TITLE <b>Secretary/Treasurer</b>		2.1 TITLE <b>Secretary</b>	
2.2 NAME <b>Benja. F. Goad</b>		2.2 NAME <b>Tammy Stalnaker</b>	
2.3 STREET ADDRESS <b>6914 Thomas Drive</b>		2.3 STREET ADDRESS <b>415 Harrison Avenue</b>	
2.4 CITY-ST-ZIP <b>Panama City Beach, FL 32408</b>		2.4 CITY-ST-ZIP <b>Panama City, FL 32401</b>	
3.1 TITLE <b>[DELETE]</b>		3.1 TITLE <b>Vice President</b>	
3.2 NAME <b>[DELETE]</b>		3.2 NAME <b>Wynter Byrd</b>	
3.3 STREET ADDRESS <b>[DELETE]</b>		3.3 STREET ADDRESS <b>6914 Thomas Drive</b>	
3.4 CITY-ST-ZIP <b>[DELETE]</b>		3.4 CITY-ST-ZIP <b>Panama City, FL 32408</b>	
4.1 TITLE <b>[DELETE]</b>		4.1 TITLE <b>[DELETE]</b>	
4.2 NAME <b>[DELETE]</b>		4.2 NAME <b>[DELETE]</b>	
4.3 STREET ADDRESS <b>[DELETE]</b>		4.3 STREET ADDRESS <b>[DELETE]</b>	
4.4 CITY-ST-ZIP <b>[DELETE]</b>		4.4 CITY-ST-ZIP <b>[DELETE]</b>	
5.1 TITLE <b>[DELETE]</b>		5.1 TITLE <b>[DELETE]</b>	
5.2 NAME <b>[DELETE]</b>		5.2 NAME <b>[DELETE]</b>	
5.3 STREET ADDRESS <b>[DELETE]</b>		5.3 STREET ADDRESS <b>[DELETE]</b>	
5.4 CITY-ST-ZIP <b>[DELETE]</b>		5.4 CITY-ST-ZIP <b>[DELETE]</b>	
6.1 TITLE <b>[DELETE]</b>		6.1 TITLE <b>[DELETE]</b>	
6.2 NAME <b>[DELETE]</b>		6.2 NAME <b>[DELETE]</b>	
6.3 STREET ADDRESS <b>[DELETE]</b>		6.3 STREET ADDRESS <b>[DELETE]</b>	
6.4 CITY-ST-ZIP <b>[DELETE]</b>		6.4 CITY-ST-ZIP <b>[DELETE]</b>	
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 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 in an attachment with an address.			
SIGNATURE: <i>[Signature]</i> <b>20 August 1997</b> <b>94-785-9423</b>			

CR2E034 (9/96)