2007 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P94000030445

Entity Name: TOP LINE CINEMA INC.

FILED May 22, 2007 Secretary of State

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

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

6338 PRESIDENTIAL COURT 4731 VIA NAPOLI

SUITE #103 BONITA SPRINGS, FL 34134 US FORT MYERS, FL 33919 US

Current Mailing Address: New Mailing Address:

6338 PRESIDENTIAL COURT 4731 VIA NAPOLI

SUITE #103 BONITA SPRINGS, FL 34134 US FORT MYERS, FL 33919 US

FEI Number: 65-0495268 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

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

TOPPEL, RHONDA TOPPEL, RHONDA 4731 VIA NAPOLI

BONITA SPRINGS, FL 34134 US BONITA SPRINGS, FL 34134 US

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: 05/22/2007

Electronic Signature of Registered Agent Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

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

Name: TOPPEL, RHONDA Name: TOPPEL, RHONDA Address: 3621 BAY CREEK DRIVE Address: 4731 VIA NAPOLI

City-St-Zip: BONITA SPRINGS, FL 34134 City-St-Zip: BONITA SPRINGS, FL 34134

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

 Name:
 BEAUVIOS, SUSAN
 Name:

 Address:
 16540 PARTRIDGE CLUB RD #103
 Address:

 City-St-Zip:
 FORT MYERS, FL 33908 50
 City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: RHONDA TOPPEL D 05/22/2007