

PROFIT CORPORATION ANNUAL REPORT



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP -9 PM 12: 26

1999 Amended
DOCUMENT # P94000054022
1. Corporation Name
Royal Pictures, Inc

Principal Place of Business Mailing Address
13899 BISCAYNE BLVD PH
NO MIAMI BEACH, FL 33181

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 2a. Mailing Address
21. 13899 BISCAYNE BLVD 26. SAME
Sub: Apt. #, etc. Suite, Apt. #, etc.
22. PH 27.
City & State: City & State
23. No Miami Beach, FL 28.
Zip: 33181 25. Dade 29. Country: 30.

3. Date Incorporated or Qualified
4. FEI Number Applied For Not Applicable
5. Certificate of Status Desired \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent
ROBERTA PRINCE
13899 BISCAYNE BLVD
NO MIAMI BEACH, FL 33181

10. Name and Address of New Registered Agent
81 Name ROBERT ROBERT DAVID OLINSKY
82 Street Address (P.O. Box Number is Not Acceptable) 13899 BISCAYNE BLVD PH
83 PH
84 City No Miami Beach FL 85 Zip Code 33181

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 _____ DATE 9-1-99
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

11.1	NAME	11.2	TITLE	11.3	STREET ADDRESS	11.4	CITY-ST-ZIP	11.5	DELETE
	MARGAN BARBARA GRENBERG				1014 WASHINGTON ST		HOOLYWOOD FL 33020		<input checked="" type="checkbox"/>
	DAVID OLINSKY				3391 N 40 ST		HOOLYWOOD FL 33021		<input type="checkbox"/>
	LIZETTE PIEDRA		VICE PRESIDENT		941 E 16 PL		MIAMI BEACH FL 33010		<input type="checkbox"/>
	ROBERT W. PRINCE		DIRECTOR		13899 BISCAYNE BLVD		NO MIAMI BEACH FL 33181		<input checked="" type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11.1	TITLE	11.2	NAME	11.3	STREET ADDRESS	11.4	CITY-ST-ZIP	11.5	DELETE
	PRESIDENT		LIZETTE PIEDRA		941 E 16 PL		MIAMI BEACH FL 33010		<input checked="" type="checkbox"/>
11.1	TITLE	11.2	NAME	11.3	STREET ADDRESS	11.4	CITY-ST-ZIP	11.5	DELETE
					600002966056				<input type="checkbox"/>
					-09/09/99--01002--012				<input type="checkbox"/>
					*****26.25				<input type="checkbox"/>
11.1	TITLE	11.2	NAME	11.3	STREET ADDRESS	11.4	CITY-ST-ZIP	11.5	DELETE
					600002966056				<input type="checkbox"/>
					-08/20/99--01091--007				<input type="checkbox"/>
					*****35.00				<input type="checkbox"/>

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 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: _____ DATE 9-1-99 (305) 893-4440
SIGNATURE AND TITLE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Daytime Phone #

CR2E034 (11/98)