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PROFIT  
CORPORATION  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # P95000062846 (7)

1. Corporation Name

PORNOGRAPHER, INC.



Principal Place of Business

12328 S.W. 20 TERRACE  
MIAMI FL 33175

Mailing Address

12328 S.W. 20 TERRACE  
MIAMI FL 33175

3. Date Incorporated or Qualified

08/14/1995

3a. Date of Last Report

N/A

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

AVILES, GUSTAVO H  
12328 S.W. 20 TERRACE  
MIAMI FL 33175

10. Name and Address of New Registered Agent

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

Manuel M. Fernandez

Registered Agent Signature (Required for Change)

DATE

12. OFFICERS AND DIRECTORS

TITLE

D

DELETE

NAME

FERNANDEZ, JORGE L

STREET ADDRESS

3111 CARDENA STREET APT. 2

CITY - ST - ZIP

CORAL GABLES FL 33134

TITLE

D

DELETE

NAME

FERNANDEZ, MANUEL M

STREET ADDRESS

3111 CARDENA STREET APT. 2

CITY - ST - ZIP

CORAL GABLES FL 33134

TITLE

D

DELETE

NAME

AVILES, GUSTAVO A

STREET ADDRESS

12328 S.W. 20 TERRACE

CITY - ST - ZIP

MIAMI FL 33175

TITLE

D

DELETE

NAME

STREET ADDRESS

CITY - ST - ZIP

TITLE

D

DELETE

NAME

STREET ADDRESS

CITY - ST - ZIP

TITLE

D

DELETE

NAME

STREET ADDRESS

CITY - ST - ZIP

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY - ST - ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY - ST - ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY - ST - ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY - ST - ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY - ST - ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY - ST - ZIP

D

FERNANDEZ, TORGE L

4660 SW 15 ST.

MIAMI FL 33134

D

FERNANDEZ, MANUEL M

4660 SW 15 ST.

MIAMI FL 33134

SIGNATURE:

Manuel M. Fernandez

4/28/96 (305) 592-0985

CR2E034 (12/95)