

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
Sep 18 1997 8:00am
Secretary of State

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

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/14/1995		3a. Date of Last Report 05/01/1996	
21		26		4. FEI Number NOT APPLICABLE		Applied For Not Applicable	
22 Suite, Apt. #, etc.		27 Suite, Apt. #, etc.		5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required			
23 City & State		28 City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees			
24 Zip		25 Country		29 Zip		30 Country	

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
Fernandez, Jorge L
82 Street Address (P.O. Box Number is Not Acceptable)
4660 S.W 15 Street
83
84 City
Miami FL 85 Zip Code
33134

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 Jorge L. Fernandez / Fernandez, Jorge L. / Director / 9-12-97
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	D	DELETE		1.1 TITLE	D	Change	Addition
NAME	FERNANDEZ, TORGE L			1.2 NAME	Fernandez, Jorge L		
STREET ADDRESS	4660 S.W. 15TH ST.			1.3 STREET ADDRESS	4660 S.W 15. Street		
CITY-ST-ZIP	MIAMI FL 33134			1.4 CITY-ST-ZIP	Miami, Fl 33134		
TITLE	D	DELETE		2.1 TITLE		Change	Addition
NAME	FERNANDEZ, MANUEL M			2.2 NAME			
STREET ADDRESS	4660 S.W. 15TH STREET			2.3 STREET ADDRESS			
CITY-ST-ZIP	MIAMI FL 33134			2.4 CITY-ST-ZIP			
TITLE	D	DELETE		3.1 TITLE		Change	Addition
NAME	AVILES, GUSTAVO A			3.2 NAME			
STREET ADDRESS	12328 S.W. 20 TERRACE			3.3 STREET ADDRESS			
CITY-ST-ZIP	MIAMI FL 33175			3.4 CITY-ST-ZIP			
TITLE		DELETE		4.1 TITLE		Change	Addition
NAME				4.2 NAME	000002298830		
STREET ADDRESS				4.3 STREET ADDRESS	-09/22/97--01007--011		
CITY-ST-ZIP				4.4 CITY-ST-ZIP	***8.75		
TITLE		DELETE		5.1 TITLE		Change	Addition
NAME				5.2 NAME	300002298829		
STREET ADDRESS				5.3 STREET ADDRESS	-09/22/97--01007--010		
CITY-ST-ZIP				5.4 CITY-ST-ZIP	***50.00		
TITLE		DELETE		6.1 TITLE		Change	Addition
NAME				6.2 NAME	200002298822		
STREET ADDRESS				6.3 STREET ADDRESS	-09/22/97--01007--009		
CITY-ST-ZIP				6.4 CITY-ST-ZIP	***500.00		

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 on an attachment with an address.

SIGNATURE Jorge L. Fernandez / Fernandez, Jorge L. / Director / 9-12-97

CR2E034 (4/97)