

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

FILED  
Apr 08 1997 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # P96000037214 (9)

1. Corporation Name  
KINETOSCOPE, INC.



|                                                                                       |                                                                                |
|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Principal Place of Business<br>7421 - 114TH AVE. NORTH<br>SUITE 201<br>LARGO FL 34643 | Mailing Address<br>7421 - 114TH AVE. NORTH<br>SUITE 201<br>LARGO FL 33773-5119 |
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|-----------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|
| 2. Principal Place of Business<br>21 Suite, Apt. #, etc.<br>22 City & State<br>23 Zip<br>24 Country | 2a. Mailing Address<br>26 Suite, Apt. #, etc.<br>27 City & State<br>28 Zip<br>29 Country | 3. Date Incorporated or Qualified<br>04/30/1996                                                                                                             | 3a. Date of Last Report        |
|                                                                                                     |                                                                                          | 4. FEI Number<br>59-3375475                                                                                                                                 | Applied For<br>Not Applicable  |
|                                                                                                     |                                                                                          | 5. Certificate of Status Desired<br><input type="checkbox"/>                                                                                                | \$8.75 Additional Fee Required |
|                                                                                                     |                                                                                          | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                          | \$5.00 May Be Added to Fees    |
|                                                                                                     |                                                                                          | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                |

|                                                                                                                                  |                                                                                                                                                                                                              |
|----------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 9. Name and Address of Current Registered Agent<br>JUSTICE, THOMAS H III<br>255 S. ORANGE AVE.<br>SUITE 1600<br>ORLANDO FL 32801 | 10. Name and Address of New Registered Agent<br>81 Name Philip Diamand<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>255 S Orange Ave<br>83 Suite 1600<br>84 City Orlando FL 85 Zip Code 32801 |
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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 *Philip A. Diamand* DATE 3-20-97

| 12. OFFICERS AND DIRECTORS |                                            | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                              |
|----------------------------|--------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------|
| TITLE                      | <input type="checkbox"/> DELETE            | 1.1 TITLE                                             | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | MILLER, DAMIEN                             | 1.2 NAME                                              | VP                                                                           |
| STREET ADDRESS             | 7421 - 114TH AVE. NORTH, STE. 201          | 1.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | LARGO FL 34643                             | 1.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <input type="checkbox"/> DELETE            | 2.1 TITLE                                             | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME                       | SCAFF, MARVIN                              | 2.2 NAME                                              |                                                                              |
| STREET ADDRESS             | 7421 - 114TH AVE. NORTH, STE. 201          | 2.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | LARGO FL 34643                             | 2.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <input checked="" type="checkbox"/> DELETE | 3.1 TITLE                                             | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME                       | DUPPER, THOM                               | 3.2 NAME                                              | Germain DeSeve                                                               |
| STREET ADDRESS             | 7421 - 114TH AVE. NORTH, STE. 201          | 3.3 STREET ADDRESS                                    | 7421-114th Ave., North, Ste 201                                              |
| CITY-ST-ZIP                | LARGO FL 34643                             | 3.4 CITY-ST-ZIP                                       | Largo, FL 34643                                                              |
| TITLE                      | <input type="checkbox"/> DELETE            | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       | GENTRY, JEFFERSON                          | 4.2 NAME                                              |                                                                              |
| STREET ADDRESS             | 7421 - 114TH AVE. NORTH, STE. 201          | 4.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | LARGO FL 34643                             | 4.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <input type="checkbox"/> DELETE            | 5.1 TITLE                                             | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME                       |                                            | 5.2 NAME                                              | Mike Felix                                                                   |
| STREET ADDRESS             |                                            | 5.3 STREET ADDRESS                                    | 7421-114th Ave., North, Ste. 201                                             |
| CITY-ST-ZIP                |                                            | 5.4 CITY-ST-ZIP                                       | Largo, FL 34643                                                              |
| TITLE                      | <input type="checkbox"/> DELETE            | 6.1 TITLE                                             | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME                       |                                            | 6.2 NAME                                              | Jerry White                                                                  |
| STREET ADDRESS             |                                            | 6.3 STREET ADDRESS                                    | 7421-114th Ave. North, Ste. 201                                              |
| CITY-ST-ZIP                |                                            | 6.4 CITY-ST-ZIP                                       | Largo, FL 34643                                                              |

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 *Ma...*

CR2E034 (9/96)