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PROFIT CORPORATION ANNUAL REPORT 1999



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

FILED Apr 15, 1999 8:00 am Secretary of State

04-15-1999 90032 043 ***158.75

DOCUMENT # P96000084561

1. Corporation Name ANDE PANDEE ENTERTAINMENT, INC.



Principal Place of Business 1840 NE 142ND ST. #2K NORTH MIAMI FL 33181 Mailing Address 1840 NE 142ND ST. #2K NORTH MIAMI FL 33181

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 10/09/1996 4. FEI Number 65-0716423 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

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country 25 2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country 30

9. Name and Address of Current Registered Agent MEDIOUS, MARIO J II, CPA 1840 NE 142ND ST. #2K NORTH MIAMI FL 33181

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 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS 1.1 TITLE D DELETED 1.2 NAME WOODARD, KEITH ANDES 1.3 STREET ADDRESS 545 EAST SAN JOSE AVE., APT 107 1.4 CITY-ST-ZIP BURBANK CA 91501 2.1 TITLE D DELETED 2.2 NAME WOODARD, TYNYETTA D 2.3 STREET ADDRESS 545 EAST SAN JOSE AVE., APT 107 2.4 CITY-ST-ZIP BURBANK CA 91501 3.1 TITLE D DELETED 3.2 NAME MEDIOUS, MARIO J II 3.3 STREET ADDRESS 1840 NE 142ND ST. #2K 3.4 CITY-ST-ZIP NORTH MIAMI FL 33181 4.1 TITLE D DELETED 4.2 NAME HAUSNERS, CARRIE 4.3 STREET ADDRESS 20750 VENTURA BLVD., #160 4.4 CITY-ST-ZIP WOODLAND HILLS CA 91364

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

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 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, with all other like empowered.

SIGNATURE: [Signature] SIGNATURE REQUIRED 4-12-99 Date (305) 948-3561 Daytime Phone #

UC/3043

CR2E034 (11/98)