

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

FILED
Jul 14 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 1. Corporation Name
 PC970000108135
 Lucinda Panic, Inc

Principal Place of Business: 4400 Brook Hollow Cir, Winter Springs, FL 32708
 Mailing Address: c/o Stuart A Ditsky CPA PC, 733 Third Ave # 1900, New York, NY 10017

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 12/26/97

4. FEI Number: 59-3484514

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 or has paid the current year Intangible Personal Property Tax due June 30. Yes No

21. Principal Place of Business	22. Suite, Apt #, etc	23. City & State	24. Zip	25. Country	26. Mailing Address	27. Suite, Apt #, etc	28. City & State	29. Zip	30. Country
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9. Name and Address of Current Registered Agent
 Paul Doucette
 1438 Welson Road
 Orlando FL 32837

10. Name and Address of New Registered Agent

81. Name	Paul Doucette
82. Street Address (P.O. Box Number is Not Acceptable)	
83. City	4400 Brook Hollow Cir
84. City	Winter Springs
85. Zip Code	FL 32708

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: Paul Doucette Paul Doucette, President 7/7/98

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

12. OFFICERS AND DIRECTORS

TITLE	President	<input type="checkbox"/> DELETE
NAME	Paul Doucette	
STREET ADDRESS	4400 Brook Hollow Cir	
CITY-ST-ZIP	Winter Springs FL 32708	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	500002589105
6.3 STREET ADDRESS	-07/15/98--01002--033
6.4 CITY-ST-ZIP	***558.75

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 of an attachment with an address.

SIGNATURE: Paul Doucette Paul Doucette, President 7/7/98

CR2E034 (10/97)

SDA

S T U A R T A . D I T S K Y C P A , P C

753 THIRD AVENUE • 19th FLOOR • NEW YORK, NY 10017

TEL: (212) 557-2727

FAX: (212) 953-3170

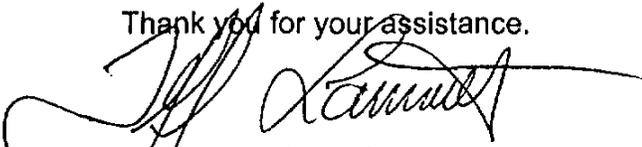
Department of State

Bass Boy Music, Inc.
Pastel Music, Inc.
Lucinda Panic, Inc.
Babyhead, Inc.

I have filled out the enclosed forms with information as they should read. I'm not sure what information you have on file because I did not receive the pre-printed filing reports for any of the accounts.

If there was a recent change in information I filled out the current section with the old information, and then filled in the new "updated" information.

Thank you for your assistance.


Jeff Lamiroult, CPA
Business Manager

July 8, 1998