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

PROFIT
CORPORATION
ANNUAL REPORT
1999

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

FILED
99 MAY 11 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P98000014058

1. Corporation Name
GREGS MOVIE BOX VIDEO, INC.

Principal Place of Business
6316 #49 LANTANA ROAD
LAKE WORTH, FL
33463-6646162

Mailing Address
C/O ELLIOT ROTH, CPA
2301 W. SAMPLE ROAD
BLDG 3 SUITE 2A
POMPANO BEACH, FL 33073

DO NOT WRITE IN THIS SPACE

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

3. Date Incorporated or Qualified
3/12/98

4. FEI Number
65-0831528
Apply FEI or 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 X Yes [ ] No

9. Name and Address of Current Registered Agent
AMERILAWYER
343 ALMERIA AVENUE
CORAL GABLES, FL 33134

10. Name and Address of New Registered Agent
81 Name GREGORY HOPKINS
82 Street Address (P.O. Box Number is Not Acceptable)
83 6911 HIGH RIDGE ROAD
84 City LANTANA FL 85 Zip Code 33462

11. Pursuant to the provisions of Sections 607.0502 and 607.1505, 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 (signature of officer or director) (Date) (Name of Agent) (Signature of Agent)
5/6/99
Date

12. OFFICERS AND DIRECTORS

TITLE	PRESIDENT	[ ] DELETE
NAME	GREGORY HOPKINS	
STREET ADDRESS	6911 HIGH RIDGE ROAD	
CITY-ST-ZIP	LANTANA, FL 33462	
TITLE	VICE PRESIDENT	[ ] DELETE
NAME	JEFFREY HOPKINS	
STREET ADDRESS	6911 HIGH RIDGE ROAD	
CITY-ST-ZIP	LANTANA, FL 33462	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS CHANGES TO OFFICERS AND DIRECTORS IN 12

[ ] Change [ ] Add
1 TITLE
2 NAME
3 STREET ADDRESS
4 CITY-ST-ZIP
[ ] Change [ ] Add
5 TITLE
6 NAME
7 STREET ADDRESS
8 CITY-ST-ZIP
[ ] Change [ ] Add
9 TITLE
10 NAME
11 STREET ADDRESS
12 CITY-ST-ZIP
[ ] Change [ ] Add
13 TITLE
14 NAME
15 STREET ADDRESS
16 CITY-ST-ZIP
[ ] Change [ ] Add
17 TITLE
18 NAME
19 STREET ADDRESS
20 CITY-ST-ZIP
[ ] Change [ ] Add
21 TITLE
22 NAME
23 STREET ADDRESS
24 CITY-ST-ZIP

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****150.00 ****150.00

CR2E034 (11/98)

14. I hereby certify that the information supplied with this form 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, to the best of my knowledge and belief, is true and accurate and that my signature shall constitute my affirmative response to the inquiries of the Division of Corporations pursuant to Section 607.0120, 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 Blocks completed.

SIGNATURE:
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
5/6/99
Date
561-588-8330
Daytime Telephone Number

5/11/99