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May 06, 1999 8:00 am
Secretary of State

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PROFIT CORPORATION
ANNUAL REPORT
1999

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



DOCUMENT # P98000050211

1. Corporation Name
KENNETH'S FREAKQUENCY, INC.

Principal Place of Business
605 LINCOLN RD
MIAMI BEACH FL 33139

Mailing Address
1 HSN DRIVE
ST PETERSBURG FL 33729

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05/29/1998

2. Principal Place of Business

21 Suite, Apt. #, etc.

23 City & State

24 Zip Country

2a. Mailing Address

26 152 W. 57th St.

27 Suite, Apt. #, etc.
42nd Fl.

28 City & State
New York, NY

29 Zip Country
10019 USA

4. FEI Number

65-0838315

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

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD
PLANTATION FL 33324

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

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Y. D	Change	Addition
1.2 NAME	Genachowski, Julius		
1.3 STREET ADDRESS	152 W. 57th St., 42nd Fl.		
1.4 CITY-ST-ZIP	New York, NY 10019		
2.1 TITLE	PD	Change	Addition
2.2 NAME	Miller, Jonathan		
2.3 STREET ADDRESS	152 W. 57th St., 42nd Fl.		
2.4 CITY-ST-ZIP	New York, NY 10019		
3.1 TITLE	VD	Change	Addition
3.2 NAME	Rinzak, Doug		
3.3 STREET ADDRESS	8800 W. Sunset Blvd.		
3.4 CITY-ST-ZIP	W. Hollywood, CA 90069		
4.1 TITLE	T	Change	Addition
4.2 NAME	Rosenberg, Helen		
4.3 STREET ADDRESS	8800 W. Sunset Blvd.		
4.4 CITY-ST-ZIP	W. Hollywood, CA 90069		
5.1 TITLE	AS	Change	Addition
5.2 NAME	Holtzman, H. Steven		
5.3 STREET ADDRESS	1 HSN Drive		
5.4 CITY-ST-ZIP	St. Petersburg, FL 33729		
6.1 TITLE	AT	Change	Addition
6.2 NAME	Morgan, Ken		
6.3 STREET ADDRESS	1 HSN Drive		
6.4 CITY-ST-ZIP	St. Petersburg, FL 33729		

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 REQUIRED
Signature and typed or printed name of signing officer or director

4/27/99 (212) 314-7274
Date Daytime Phone #

CR2E034 (11/98)

V
Binke, Mark
605 Lincoln Road
Miami Beach, FL 33139

P 98000050211
512001-90286-37

V
Leshem, Matti
605 Lincoln Road
Miami Beach, FL 33139

S
Bolter, Howard
8800 West Sunset Blvd.
West Hollywood, CA 90069

AT
Swartz, Jeff
8800 West Sunset Blvd.
West Hollywood, CA 90069

AT
Morgan, Ken
1 HSN Drive
St. Petersburg, FL 33729