2004 FOR PROFIT CORPORATION ANNUAL REPORT

SIGNATURE:

Apr 28, 2004 08:00 AM Secretary of State DOCUMENT # P98000076665 RHYTHM & BLUES HOLDINGS, INC. Mailing Address Principal Place of Business 65 N.W. 168TH STREET 65 N.W. 168TH STREET NORTH MIAMI BEACH, FL 33169 NORTH MIAMI BEACH, FL 33169 03312004 No Chg-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number Not Applicable 65-0871610 \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent DO NOT WRITE GRODEN, RICHARD **65 N.W. 168TH STREET** NORTH MIAMI BEACH, FL 33169 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. DATE Signature, typed or printed name of registered agent and title if applicable. 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00 Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS 10. TITLE GRODEN, RICHARD J NAME STREET ADDRESS 571 SW 63 TERRACE CITY+ST-ZIP PLANTATION, FL U00000134129 TITLE 04/28/04-90007-021 150.00 NAME STAMP, BRIAN STREET ADDRESS 1691 NE 142 ST N MIAMI, FL 33181 CITY-ST-ZIP TITLE STREET ADDRESS DO NOT WRITE CITY-ST-ZIP IN THIS SPACE TITLE NAME STREET ADDRESS CITY-ST-ZIP NAME STREET ADDRESS CITY-ST-ZIP NAME STREET ADDRESS CITY - ST-ZIP 12. I hereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i). Florida Statutes. I further certify that the information indicated on this report or supplemental 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 trustice empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachingor with an address, with all other like empowered.

FILED