2007 FOR PROFIT CORPORATION

Mar 23, 2007 8:00 am **Secretary of State ANNUAL REPORT** DOCUMENT # P99000006943 03-23-2007 90009 037 ***150.00 1. Entity Name NEXT GENERATION HOLDINGS, INC. Principal Place of Business Mailing Address 40039938 C/O MARC SLOANE C/O MARC SLOANE 275 MADISON AVE. 275 MADISON AVE. NEW YORK, NY 10016 NEW YORK, NY 10016 2. Principal Place of Business - No P.O. Box # 3. Mailing Address C/O MARC SLOANE 275 MADISON AVE C/O MARC SLOANE 275 MADISON AVE Suite, Apt. #, etc. 03022007 Chg-P CR2E034 (12/06) 'SUITE' 902'. SUITE 902 City & State NEW YORK, NY City & State 4. FEI Number Applied For 10016 NEW YORK, NY 10016 01-0617329 Not Applicable Country Country \$8.75 Additional 5. Certificate of Status Desired - -6. Name and Address of Current Registered Agent --7. Name and Address of New Registered Agent Name M & W AGENTS, INC. Street Address (P.O. Box Number is Not Acceptable) 2101 CORPORATE BLVD, STE 107 BOCA RATON, FL 33431 Zip Code 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. Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2007 Fee will be \$550.00 Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS 10. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 11. TITLE Delete TITLE FREEDMAN, MARLENE NAME NAME FREEDMAN, MARLENE 1901 S. ROOSEVELT BLVD. APT 301, NORTH STREET ADDRESS 1901 S. ROOSEVELT BLVD. APT 301, NORTHH STREET ADDRESS KEY WEST, FL 33040 CITY-ST-ZIP KEY WEST, FL 33040 CITY-ST-ZIP Delete TITLE TITLE ☐ Change Addition SIGODA, HOWARD NAME NAME SILVERMAN, MICHAEL STREET ADDRESS 2493 BAY ISLE DRIVE STREET ADDRESS 5970 COLLINS AVE. #406 CITY-ST-ZIP WESTON HILLS, FL 33327 CITY-ST-ZIP MIAMI BEACH, FL 33140 TITLE Delete TITLE ☐ Change ■ Addition NAME NAME STREET ADDRESS STREET ADORESS CITY-ST-ZIP CITY-ST-ZIP ☐ Delete TITLE TITLE □ Change Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP City-St-7iP Delete TITLE TITLE Change ☐ Addition NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, 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 trustee 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 attachment with an address, with all other like empowered.

SIGNATURE: _

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

FILED