

**2005 FOR PROFIT CORPORATION
ANNUAL REPORT**


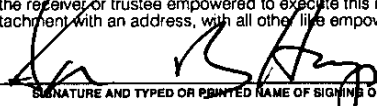
FILED
May 03, 2005 8:00 am
Secretary of State

05-03-2005 90126 018 ***150.00

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04272005 Chg-P CR2E034 (10/03)

DOCUMENT # F03000001007					
1. Entity Name WARNER BROS. INTERNATIONAL TELEVISION DISTRIBUTION, INC.					
Principal Place of Business 4000 WEST ALAMEDA BLVD., SUITE 3052 BURBANK, CA 91522			Mailing Address 4000 WEST ALAMEDA BLVD., SUITE 3052 BURBANK, CA 91522		
2. Principal Place of Business			3. Mailing Address		
Suite, Apt. #, etc.			Suite, Apt. #, etc.		
City & State			City & State		
Zip	Country	Zip	Country	4. FEI Number 52-2325378	
				Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>				\$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			City		
			FL		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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>		\$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	PD	<input type="checkbox"/> Delete	TITLE	DIRECTOR/PRESIDENT	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHLESINGER, JEFFREY		NAME	JEFFREY R. SCHLESINGER	
STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052		STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052	
CITY-ST-ZIP	BURBANK, CA 91522		CITY-ST-ZIP	BURBANK, CA 91505	
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE	DIRECTOR	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	DUDLEY-SMITH, MALCOLM		NAME	BARRY M. MEYER	
STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052		STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052	
CITY-ST-ZIP	BURBANK, CA 91522		CITY-ST-ZIP	BURBANK, CA 91505	
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE	DIRECTOR	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MIELE, RONALD W		NAME	BRUCE ROSENBLUM	
STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052		STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052	
CITY-ST-ZIP	BURBANK, CA 91522		CITY-ST-ZIP	BURBANK, CA 91505	
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE	ASST. SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CAMP, DAVID B		NAME	SPENCER B. HAYS	
STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052		STREET ADDRESS	ONE TIME WARNER CENTER	
CITY-ST-ZIP	BURBANK, CA 91522		CITY-ST-ZIP	NEW YORK, NY 10019	
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE	ASST. TREASURER	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	GREGORIAN-ROSENTHAL, LISA		NAME	ANNALIESE S. KAMBOUR	
STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052		STREET ADDRESS	ONE TIME WARNER CENTER	
CITY-ST-ZIP	BURBANK, CA 91522		CITY-ST-ZIP	NEW YORK, NY 10019	
TITLE	V	<input checked="" type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WOLF, RENEE I		NAME		
STREET ADDRESS	4000 WEST ALAMEDA BLVD., SUITE 3052		STREET ADDRESS		
CITY-ST-ZIP	BURBANK, CA 91522		CITY-ST-ZIP		
12. 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 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: 			SPENCER B. HAYS ASST. SECRETARY		4/28/05
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date		Daytime Phone #