

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

FILED
May 16 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 829297 (1)
 1. Corporation Name
WARNER-ELEKTRA-ATLANTIC CORPORATION



Principal Place of Business 111 NORTH HOLLYWOOD WAY BURBANK CA 91505	Mailing Address 111 NORTH HOLLYWOOD WAY BURBANK CA 91505-4301
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2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified 01/09/1973	3a. Date of Last Report 05/01/1996
21. Site, Apt. # etc.	26. Suite, Apt. #, etc.	4. FEI Number 13-6170726	Applied For Not Applicable
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24. Country	29. Country	6. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
UNITED STATES CORPORATION COMPANY 110 NORTH MAGNOLIA STREET TALLAHASSEE FL 32301		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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VPAS <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NEWNHAM, PAUL A	1.2 NAME	
STREET ADDRESS	111 N HOLLYWOOD WAY	1.3 STREET ADDRESS	
CITY - ST - ZIP	BURBANK, CA 00000	1.4 CITY - ST - ZIP	
TITLE	SVPF <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BRESSLER, RICHARD J	2.2 NAME	
STREET ADDRESS	75 ROCKFELLER PLAZA	2.3 STREET ADDRESS	
CITY - ST - ZIP	NEW YORK, NY 00000	2.4 CITY - ST - ZIP	
TITLE	PCBO <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MOUNT, DAVID	3.2 NAME	
STREET ADDRESS	111 N HOLLYWOOD WAY	3.3 STREET ADDRESS	
CITY - ST - ZIP	BURBANK, CA 00000	3.4 CITY - ST - ZIP	
TITLE	EVPM <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROSSI, GEORGE	4.2 NAME	
STREET ADDRESS	111 N HOLLYWOOD WAY	4.3 STREET ADDRESS	
CITY - ST - ZIP	BURBANK, CA 00000	4.4 CITY - ST - ZIP	
TITLE	EVPT <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	O'CONNELL, JOHN T	5.2 NAME	
STREET ADDRESS	111 N HOLLYWOOD WAY	5.3 STREET ADDRESS	
CITY - ST - ZIP	BURBANK, CA 00000	5.4 CITY - ST - ZIP	
TITLE	S <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BRUNO, ELI T.	6.2 NAME	
STREET ADDRESS	75 ROCKFELLER PLAZA	6.3 STREET ADDRESS	
CITY - ST - ZIP	NEW YORK, NY 00000	6.4 CITY - ST - ZIP	

14. I do 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, as an attachment with an address.

SIGNATURE: _____ **SIGNATURE REQUIRED**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)