

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED
 Oct 07 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
 Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F96000001166 (5)
 1. Corporation Name
 INTERACTIVE MEDIA SYSTEMS, INC.



Principal Place of Business: 2200 PARK CENTRAL BLVD N #600 POMPANO BCH FL 33064
 Mailing Address: 2200 PARK CENTRAL BLVD N #600 POMPANO BCH FL 33064

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 03/07/1996
 4. FEI Number: 65-0491994 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 or has paid the current year Intangible Personal Property Tax due June 30. Yes No

2. Principal Place of Business
 21 1301 West Copans Rd.
 Suite, Apt. #, etc.
 22 Buildings H, Suite 2
 City & State
 23 Pompano Beach, FL
 Zip Country
 24 33064 25 USA

2a. Mailing Address
 26 P.O. Box 5054
 Suite, Apt. #, etc.
 27
 City & State
 28 New Britain, PA
 Zip Country
 29 18901 30 USA

9. Name and Address of Current Registered Agent
 ROGERS, LORI
 2200 PARK CENTRAL BLVD NO
 STE #600
 POMPANO BCH FL 33064

10. Name and Address of New Registered Agent
 81 Name: Phillip AZUD
 82 Street Address (P.O. Box Number is Not Acceptable): 759 Crystal Lake Drive
 83
 84 City: Pompano Beach FL 85 Zip Code: 33064

11. Pursuant to the provisions of sections 607.0502 and 607.1506, 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] DATE: 9-23-98

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
P	GILBERT, EDWIN	1304 JEFFREY ST	BOCA RATON FL 33464	<input type="checkbox"/>
V	GELB, LOUIS	5420 NW 33RD AVE #106	FT LAUDERDALE FL 33309	<input type="checkbox"/>
S	BATTAGLIA, JAMES	1304 JEFFREY ST	BOCA RATON FL 33464	<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP	Change	Addition
D	GILBERT, EDWIN	148 WAGON WHEEL LANE	DOYLESTOWN, PA 18901	<input checked="" type="checkbox"/>	<input type="checkbox"/>
D	GELB, LOUIS	5420 NW 33RD AVE #106	FT LAUDERDALE, FL 33309	<input checked="" type="checkbox"/>	<input type="checkbox"/>
P, D	BATTAGLIA, JAMES	1948 16th AVE.	SAN FRANCISCO, CA 94116	<input checked="" type="checkbox"/>	<input type="checkbox"/>
D	KEITH, ROBERT	800 The Safeguard Bldg. 435 Devon Park Dr.	WAYNE, PA 19087	<input type="checkbox"/>	<input checked="" type="checkbox"/>
D	BARKER, MICHAEL	800 The Safeguard Bldg. 435 Devon Park Dr.	WAYNE, PA 19087	<input type="checkbox"/>	<input checked="" type="checkbox"/>
D	UNGERER, SCOTT	435 DEVON PARK DRIVE, SUITE 410	WAYNE, PA 19087	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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.

SIGNATURE: James M. Battaglia, JAMES BATTAGLIA 9/9/98 415-661-3072

CR2E034 (5/98)