

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

**FILED**  
**May 15 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P35520 (6)**

1. Corporation Name  
**TELE-MEDIA HOLDING CORPORATION**



Principal Place of Business <b>320 WEST COLLEGE AVENUE                  PLEASANT GAP PA 16823</b>	Mailing Address <b>P.O. BOX 5301                  BOX 00                  PLEASANT GAP PA 16823-0090                  US</b>
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3. Date Incorporated or Qualified <b>09/16/1991</b>	3a. Date of Last Report <b>04/26/1996</b>
4. FEI Number <b>25-1546550</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business <b>21</b>	2a. Mailing Address <b>26</b>
Suite, Apt. #, etc. <b>22</b>	Suite, Apt. #, etc. <b>27</b>
City & State <b>23</b>	City & State <b>28</b>
Zip <b>24</b>	Country <b>25</b>
Zip <b>29</b>	Country <b>30</b>

8. Name and Address of Current Registered Agent

**TONY S. SWAIN  
 6863 VISTA PARKWAY NORTH  
 WEST PALM BEACH FL 33411**

10. Name and Address of New Registered Agent

**81 Name Robert R. Shock**  
**82 Street Address (P.O. Box Number is Not Acceptable) 6863 VISTA PARKWAY NORTH**  
**83 WEST PALM BEACH**  
**84 City FL 85 Zip Code 33411**

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: *Robert R. Shock* Vice President & General Manager DATE: *April 23, 1997*

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD TUDEK, ROBERT E. 3310 RIVIERA LAKES CT BONITA SPRINGS FL	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPD MUNDY, EVERETT I. 27057 KINDLEWOOD LANE BONITA SPRINGS FL	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP STEMLER, ROBERT D. 804 JACKSONVILLE ROAD BELLEFONTE PA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP ALLEGRETTI, JON A. 607 WILTSHIRE DRIVE STATE COLLEGE PA	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP BAMBARGER, RUSSELL G. R.D. 31 BOX 71 SNOW SHOE PA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP KENLEY, THOMAS F. 1628 CHERRY HILL ROAD N STATE COLLEGE PA	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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, or on an attachment with an address.

SIGNATURE: *Robert R. Shock* DATE: *4/22/97* DAYTIME PHONE #: *814-359-3481*

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)

**TELE-MEDIA HOLDING CORPORATION**

**LIST OF DIRECTORS**

<b><u>Name</u></b>	<b><u>Title</u></b>	<b><u>Business Address</u></b>
Robert E. Tudek	Chairman, President, and Chief Executive Officer	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Everett I. Mundy	Vice Chairman	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823

**LIST OF OFFICERS**

<b><u>Name</u></b>	<b><u>Title</u></b>	<b><u>Business Address</u></b>
Robert E. Tudek	Chairman, President, and Chief Executive Officer	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Everett I. Mundy	Vice Chairman	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Douglas F. Best, III	Senior V. P. of Business Development	67 Pease Point Way P. O. Box 1858 Edgartown, MA 02539
Frank R. Vicente	Senior V. P. of Operations and Assistant Secretary	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Robert D. Stemler	Senior V. P. of Finance and Treasurer	804 Jacksonville Road P. O. Box 39 Bellefonte, PA 16823
Elsie M. Tudek	Administrative V. P. and Asst. Secretary/ Assistant Treasurer	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Robert R. Shepherd	Senior V. P. and General Sales Manager	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823

**Tele-Media Holding Corporation  
List of Directors & Officers**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Tony S. Swain	Senior Vice President and Director of Engineering	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Russell G. Bambarger	Senior Vice President	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Gerald P. Corman	Senior Vice President and General Manager	6434 East Main Street P. O. Box 385 Reynoldsburg, OH 43068
Richard W. Shore	Vice President of Corporate Development and Tax Affairs	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Robert H. Stewart	Vice President and Director of Purchasing	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Steven E. Koval	V. P. of Accounting/ Management Information Services	804 Jacksonville Road P. O. Box 39 Bellefonte, PA 16823
Charles J. Hilderbrand	Vice President and General Manager	804 Jacksonville Road P. O. Box 39 Bellefonte, PA 16823
Robert R. Shock	Vice President and General Manager	6863 Vista Parkway North West Palm Beach, FL 33411
Allen C. Jacobson	Vice President of Legal Affairs and Secretary	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Jean C. Brown	Administrative V. P. and Asst. Secretary	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Thomas E. Mundy	Vice President	13101 Langtree Drive Richmond, VA 23233

**Tele-Media Holding Corporation  
List of Directors & Officers**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Burton G. Peterson	Asst. Administrative Vice President	6863 Vista Parkway North W. Palm Beach, FL 33411
Anthony Masella, Jr.	Asst. Vice President of Marketing	3934 Lake Padgett Drive Land O'Lakes, FL 34639
Wayne P. Harrison	Asst. Vice President and Asst. General Manager	6434 East Main Streetve P. O. Box 385 Reynoldsburg, OH 43068
Jonathan P. Young	Assistant Vice President of Legal Affairs	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Thomas R. Kenly	Assistant Vice President	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823

**CONSULTANTS**

Jon Dotts	
Thomas F. Kenly	Senior Vice President
Ralph E. Steffan	Senior Vice President
James M. Trostle	Senior Vice President

4/1/97