

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
 AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

FILED
 Aug 07 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 # P96000014437 (3)
 1. Corporation Name
WORLD CLASS TELECOM MARKETING, INC.



Principal Place of Business 751 PARK OF COMMERCE DRIVE SUITE 116 BOCA RATON FL 33487	Mailing Address 751 PARK OF COMMERCE DRIVE SUITE 116 BOCA RATON FL 33487
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc. SUITE 112	26 Suite, Apt. #, etc. SUITE 112
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	30 Country

3. Date Incorporated or Qualified 02/15/1996	3a. Date of Last Report
4. FEI Number 65-0667657	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input checked="" type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent
**FISCHER, MICHAEL A ESQ.
 FISCHLER & FRIEDMAN, P.A.
 116 S.E. 6TH COURT
 FORT LAUDERDALE FL 33301**

10. Name and Address of New Registered Agent

81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	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

TITLE	D	<input type="checkbox"/> DELETE
NAME	TINARI, EDWARD	
STREET ADDRESS	751 PARK OF COMMERCE DRIVE, SUITE 116	
CITY-ST-ZIP	BOCA RATON FL 33487	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	PRESIDENT	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	EDWARD R. TINARI	
1.3 STREET ADDRESS	751 PARK OF COMMERCE DRIVE #112	
1.4 CITY-ST-ZIP	BOCA RATON FL 33487	
2.1 TITLE	EXEC. VICE PRESIDENT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	JOHN A. VIDLIKA	
2.3 STREET ADDRESS	4740 S. OCEAN BLVD #401	
2.4 CITY-ST-ZIP	HIGHLAND BEACH, FL 3387	
3.1 TITLE	VP OPERATIONS CFO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	STEPHEN W. SPOFFORD	
3.3 STREET ADDRESS	6805 WILLOW WOOD DRIVE 5075	
3.4 CITY-ST-ZIP	BOCA RATON FL 33487	
4.1 TITLE	VP OPERATIONS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	JEFF WELLS	
4.3 STREET ADDRESS	751 PARK OF COMMERCE DRIVE #112	
4.4 CITY-ST-ZIP	BOCA RATON FL 33487	
5.1 TITLE	CHAIRMAN OF THE BOARD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	BENJAMIN SWIRSKY	
5.3 STREET ADDRESS	410-4100 PONCE STREET	
5.4 CITY-ST-ZIP	MIAMI FL 33131	
6.1 TITLE	TREASURER	<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.

CR2E034 (4/97)