

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

FILED  
Jul 09 1998 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1998 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Morthem<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT #  
1. Corporation Name **Aeromedia Inc.**  
**P96000075174**

Principal Place of Business Mailing Address  
**190 N.W. 42 AVE**  
**MIAMI FL 33126**

|                                    |                                    |
|------------------------------------|------------------------------------|
| 2. Principal Place of Business     | 2a. Mailing Address                |
| 21 <b>190 N.W. 42 AVE</b>          | 26 <b>190 NW 42 AVE</b>            |
| 22 Suite, Apt. #, etc.             | 27 Suite, Apt. #, etc.             |
| 23 City & State<br><b>MIAMI FL</b> | 28 City & State<br><b>MIAMI FL</b> |
| 24 Zip<br><b>33126</b>             | 25 Country<br><b>USA</b>           |
| 29 Zip<br><b>33126</b>             | 30 Country<br><b>USA</b>           |

DO NOT WRITE IN THIS SPACE

|                                                                                                                                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 3. Date Incorporated or Qualified<br><b>09.09.96</b>                                                                                                         |
| 4. FEI Number<br><b>650694997</b>                                                                                                                            |
| 5. Certificate of Status Desired <input checked="" type="checkbox"/> <b>\$8.75</b> Additional Fee Required                                                   |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00</b> 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  
**LUIS F. VILLEGAS**  
**5860 N.W. 111 AVE**  
**MIAMI FL 33178**

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 **[Signature]** DATE **06.06.98**

12. OFFICERS AND DIRECTORS

|       |                       |                         |                                       |
|-------|-----------------------|-------------------------|---------------------------------------|
| TITLE | NAME                  | STREET ADDRESS          | CITY-ST-ZIP                           |
|       | <b>PRESIDENT</b>      | <b>LUIS F. VILLEGAS</b> | <b>5860 NW 111 AVE MIAMI FL 33178</b> |
|       | <b>VICE PRESIDENT</b> | <b>SANJA EIDINGER</b>   | <b>5860 NW 111 AVE MIAMI FL 33178</b> |
|       | <b>DIRECTOR</b>       | <b>MORIS SAAD</b>       | <b>CRA 65 #79-92 BOCA RATON FL</b>    |
|       |                       |                         |                                       |
|       |                       |                         |                                       |
|       |                       |                         |                                       |
|       |                       |                         |                                       |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|           |          |                    |                 |
|-----------|----------|--------------------|-----------------|
| 1.1 TITLE | 1.2 NAME | 1.3 STREET ADDRESS | 1.4 CITY-ST-ZIP |
| 2.1 TITLE | 2.2 NAME | 2.3 STREET ADDRESS | 2.4 CITY-ST-ZIP |
| 3.1 TITLE | 3.2 NAME | 3.3 STREET ADDRESS | 3.4 CITY-ST-ZIP |
| 4.1 TITLE | 4.2 NAME | 4.3 STREET ADDRESS | 4.4 CITY-ST-ZIP |
| 5.1 TITLE | 5.2 NAME | 5.3 STREET ADDRESS | 5.4 CITY-ST-ZIP |
| 6.1 TITLE | 6.2 NAME | 6.3 STREET ADDRESS | 6.4 CITY-ST-ZIP |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(ii), 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 **[Signature]** DATE **06.06.98**