

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

FILED

May 14 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 848673 (0)
1. Corporation Name
TDC CORP. OF FLORIDA



Principal Place of Business 375 HUDSON STREET NEW YORK NY 10014 US	Mailing Address 375 HUDSON STREET NEW YORK NY 10014 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/31/1981	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 13-3088213		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	30		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

**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

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 typed or printed name of registered agent and title if applicable

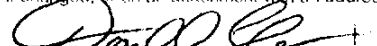
(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEOP	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GRAVETTE, ELLIS T JR	1.2 NAME	
STREET ADDRESS	375 HUDSON STREET	1.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	
TITLE	V	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, DAVID J.	2.2 NAME	
STREET ADDRESS	375 HUDSON STREET	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10014	2.4 CITY-ST-ZIP	
TITLE	S	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GOZO, SARA J	3.2 NAME	
STREET ADDRESS	375 HUDSON STREET	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10014	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FIELD, R. THOMAS	4.2 NAME	
STREET ADDRESS	375 HUDSON STREET	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10014	4.4 CITY-ST-ZIP	
TITLE	VTC	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SLEEMAN, DONALD G.	5.2 NAME	
STREET ADDRESS	375 HUDSON STREET	5.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10014	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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)(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:



4/21/98 13-3088213-6000

CR2E034 (10/97)

**TDC CORPS. OF FLORIDA
OFFICERS**

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Ellis T. Gravette, Jr.	Chairman of the Board, President & CEO	375 Hudson Street New York, NY 10014
R. Thomas Field	Vice President	2500 SW Third Avenue Miami, FL 33129
David J. Smith	Vice President	375 Hudson Street New York, NY 10014
Sara J. Gozo	Secretary	375 Hudson Street New York, NY 10014
Donald G. Sleeman	Treasurer & Controller	375 Hudson Street New York, NY 10014

**TDC CORPS. OF FLORIDA
OFFICERS**

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Ellis T. Gravette, Jr.	375 Hudson St. New York, NY 10014
Harold J. Parmelee	375 Hudson St. New York, NY 10014