

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

FILED

Apr 03 1997 8:00am  
Secretary of State

|                                              |                                                                                   |                                                                                                                   |
|----------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|
| <b>PROFIT CORPORATION ANNUAL REPORT 1997</b> |  | <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Sandra B. Moynihan</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|----------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|

**DOCUMENT # F94000006613 (3)**

1. Corporation Name  
**CBS ENTERPRISES, INC. OF DELAWARE**

|                                                                                        |                                                                                 |
|----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|
| Principal Place of Business<br><b>1129 N WOODLAND BLVD.<br/>DELAND FL 32720<br/>US</b> | Mailing Address<br><b>1129 N WOODLAND BLVD.<br/>DELAND FL 32720-2249<br/>US</b> |
|----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|



|                                |                         |                                           |  |                                                                                                                                                  |                                              |
|--------------------------------|-------------------------|-------------------------------------------|--|--------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| 2. Principal Place of Business |                         | 2a. Mailing Address                       |  | 3. Date Incorporated or Qualified<br><b>12/27/1994</b>                                                                                           | 3a. Date of Last Report<br><b>05/01/1996</b> |
| 21. Suite, Apt. #, etc.        | 26. Suite, Apt. #, etc. | 27. City & State<br><b>Columbus, Ohio</b> |  | 4. FEI Number<br><b>65-0528726</b>                                                                                                               | Applied For<br>Not Applicable                |
| 22. City & State               | 27. City & State        | 28. Zip<br><b>43202</b>                   |  | 5. Certificate of Status Desired <input type="checkbox"/>                                                                                        | <b>\$8.75</b> Additional Fee Required        |
| 23. Zip                        | 28. Zip                 | 29. Country<br><b>USA</b>                 |  | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                               | <b>\$5.00</b> May Be Added to Fees           |
| 24. Country                    | 29. Country             | 30. Country                               |  | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No |                                              |

|                                                                                                                          |  |                                                                                                      |                                    |
|--------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------|------------------------------------|
| 9. Name and Address of Current Registered Agent<br><b>O'DELL, PATRICK<br/>1129 N. WOODLAND BLVD.<br/>DELAND FL 32720</b> |  | 10. Name and Address of New Registered Agent                                                         |                                    |
|                                                                                                                          |  | 81. Name<br><b>Henry R. Szabo Robert Roschman</b>                                                    |                                    |
|                                                                                                                          |  | 82. Street Address (P.O. Box Number is Not Acceptable)<br><b>37 E. Hudson St. 5611 N.W. 29th St.</b> |                                    |
|                                                                                                                          |  | 83. City<br><b>Margate</b>                                                                           | 84. Zip Code<br><b>FL 33063</b>    |
|                                                                                                                          |  | 84. City<br><b>Columbus</b>                                                                          | 85. Zip Code<br><b>OH FL 43202</b> |

11. Pursuant to the provisions of Sections 607.0502 and 607.1503, 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 607.0503, Florida Statutes.

SIGNATURE *[Signature]* DATE **3/28/97**

| 12. OFFICERS AND DIRECTORS |                           | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                              |
|----------------------------|---------------------------|-------------------------------------------------------|------------------------------------------------------------------------------|
| TITLE                      | NAME                      | 1.1 TITLE                                             | 1.2 NAME                                                                     |
| PD                         | CONLEY, EDWARD A          | Vice-President, Director                              | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| STREET ADDRESS             | 3253 SWEET BUCKEYE DR.    | 1.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | MARIETTA GA 30066         | 1.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | NAME                      | 2.1 TITLE                                             | 2.2 NAME                                                                     |
| VD                         | SCHLICH, PAUL E JR        | Director                                              | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| STREET ADDRESS             | 8807 CHELTENHAM CT.       | 2.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | LOUISVILLE KY 40222       | 2.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | NAME                      | 3.1 TITLE                                             | 3.2 NAME                                                                     |
| STD                        | GUTHRIE, W. LEWIS         | Director                                              | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| STREET ADDRESS             | 647 BRIARWOOD LN.         | 3.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | DEERFIELD BEACH FL 33442  | 3.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | NAME                      | 4.1 TITLE                                             | 4.2 NAME                                                                     |
| D                          | THOMPSON, JEFFREY         | President, Chairman of the Board                      | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| STREET ADDRESS             | 710 COLONEL ANDERSON PKY. | 4.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | LOUISVILLE KY 40222       | 4.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | NAME                      | 5.1 TITLE                                             | 5.2 NAME                                                                     |
|                            |                           | Vice President, Director                              | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| STREET ADDRESS             |                           | 5.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                |                           | 5.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | NAME                      | 6.1 TITLE                                             | 6.2 NAME                                                                     |
|                            |                           | Secretary, Treasurer, Director                        | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| STREET ADDRESS             |                           | 6.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                |                           | 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 *[Signature]* DATE **2/22/97**

CR2E034 (9/96)