

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

FILED
Mar 13 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 # F96000000483 (5)

1. Corporation Name
RCA FINANCING, INC.



Principal Place of Business 720 FIFTH AVENUE NEW YORK NY 10019	Mailing Address 720 FIFTH AVENUE NEW YORK NY 10019-4107
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3. Date Incorporated or Qualified 01/26/1996		3a. Date of Last Report	
2. Principal Place of Business	2a. Mailing Address	4. FEI Number 51-0369735	Applied For <input type="checkbox"/> Not Applicable
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
22 City & State	27 City & State	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23 Zip Country	28 Zip Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
24	25	29	30

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH 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	FL 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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	Scherr, Marc D. <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHERR, MARC D	1.2 NAME	720 Fifth Ave., 10th Fl
STREET ADDRESS	200 WEST MADISON, STE 2720	1.3 STREET ADDRESS	New York, NY 10019
CITY-ST-ZIP	CHICAGO IL	1.4 CITY-ST-ZIP	
TITLE	VD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HERZBERG, MICHAEL	2.2 NAME	
STREET ADDRESS	200 WEST MADISON, STE 2720	2.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	2.4 CITY-ST-ZIP	
TITLE	VST	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GATTEGNO, LARRY A	3.2 NAME	
STREET ADDRESS	720 FIFTH AVENUE, 10TH FLOOR	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	3.4 CITY-ST-ZIP	
TITLE	CD	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GERSCHEL, PATRICK A	4.2 NAME	
STREET ADDRESS	720 FIFTH AVENUE, 10TH FLOOR	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FITZPATRICK JR, JAMES A	5.2 NAME	FitzPatrick, James A
STREET ADDRESS	720 FIFTH AVENUE, 10TH FLOOR	5.3 STREET ADDRESS	1301 Avenue of the Americas
CITY-ST-ZIP	NEW YORK NY	5.4 CITY-ST-ZIP	New York, NY 10019
TITLE	V	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BREWTON JR, ROBERT L	6.2 NAME	Brewton, JR, Robert L
STREET ADDRESS	515 POST OAK BLVD., STE 450	6.3 STREET ADDRESS	1300 Post Oak Blvd., Suite 1875
CITY-ST-ZIP	HOUSTON TX	6.4 CITY-ST-ZIP	Houston, TX 77056

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: _____

CR2E034 (9/96)