

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

FILED

Apr 08 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
---	---	---

DOCUMENT # **F96000001134 (3)**

1. Corporation Name
RADIO MOVIL DIGITAL AMERICAS, INC.



Principal Place of Business 550 FAIRWAY DRIVE, STE 203 DEERFIELD BEACH FL 33441	Mailing Address 550 FAIRWAY DRIVE, STE 203 DEERFIELD BEACH FL 33441-1875
---	--

2. Principal Place of Business 21 7900 Glades Road Suite, Apt. #, etc. 22 630 City & State 23 Boca Raton, FL Zip 24 33434		2a. Mailing Address 26 7900 Glades Road Suite, Apt. #, etc. 27 630 City & State 28 Boca Raton, FL Zip 29 33434 Country 30 U.S.A.		3. Date Incorporated or Qualified 03/05/1996	3a. Date of Last Report W/A
				4. FEI Number 52-1778669	Applied For <input type="checkbox"/> Not Applicable
				5. Certificate of Status Desired <input 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 has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent ESPARRAGUERA, JOE 9790 ARBOR OAKS LANE BOCA RATON FL 33428		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	CD <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BAYER, DAVID	1.2 NAME	see attached listing
STREET ADDRESS	6800 PELICAN BAY BLVD	1.3 STREET ADDRESS	
CITY-ST-ZIP	NAPLES FL	1.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	2.1 TITLE	
NAME	BURCH, BOB	2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	26 PAULSON PLACE	2.3 STREET ADDRESS	
CITY-ST-ZIP	HAWORTH NJ	2.4 CITY-ST-ZIP	
TITLE	VD <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BILLINGS, GEORGE	3.2 NAME	
STREET ADDRESS	9188 BAY HILL BLVD	3.3 STREET ADDRESS	
CITY-ST-ZIP	ORLANDO FL	3.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PI, OSVALDO	4.2 NAME	
STREET ADDRESS	6405 SOUTH WEST 104TH STREET	4.3 STREET ADDRESS	
CITY-ST-ZIP	MIAMI FL	4.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUNCE, JACK	5.2 NAME	
STREET ADDRESS	ONE MARITIME PLAZA, STE 1200	5.3 STREET ADDRESS	
CITY-ST-ZIP	SAN FRANCISCO CA	5.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CARREL, HARRY	6.2 NAME	
STREET ADDRESS	80 PINE STREET, 14TH FLOOR	6.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

4.3.97 954 725 9112

CR2E034 (9/96)

OFFICERS

P/D Robert Dupuis c/o Radio Móvil Digital Americas, Inc. 7900 Glades Road, Suite 630 Boca Raton, FL 33434
VP Robert Burch c/o Radio Móvil Digital Americas, Inc. 7900 Glades Road, Suite 630 Boca Raton, FL 33434
VP/S Michael Feehan c/o Radio Móvil Digital Americas, Inc. 7900 Glades Road, Suite 630 Boca Raton, FL 33434
VP Osvaldo Pi c/o Radio Móvil Digital Americas, Inc. 7900 Glades Road, Suite 630 Boca Raton, FL 33434

BOARD OF DIRECTORS

D Ettore V. Biaglioni BANKERS TRUST CO. 130 Liberty Street New York, NY 10006
D John L. Bunce HELLMAN & FRIEDMAN One Maritime Plaza San Francisco, CA 94111
D Harry Carrel AIG CAPITAL PARTNERS 80 Pine Street New York, NY 10005

D

Peter Leidel

DILLON, READ VENTURE CAPITAL

535 Madison Avenue

New York, NY 10022

D

Varel Freeman

CHASE CAPITAL PARTNERS

380 Madison Avenue

New York, NY 10017-2070

D

Al Hansen

DARBY OVERSEAS INVESTMENTS, LTD

1133 Connecticut Ave., NW

Suite 200

Washington, DC 20036

D

Barry Malkin

JMB REALTY CORPORATION

900 North Michigan

Chicago, IL 60611