

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

FILED
May 08 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 # F96000005500 (1)
 1. Corporation Name: **TELE-MEDIA CORPORATION OF DELAWARE**



Principal Place of Business 320 WEST COLLEGE AVENUE PLEASANT GAP PA 16823	Mailing Address 320 WEST COLLEGE AVENUE PLEASANT GAP PA 16823
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25 Country	30 Country

3. Date Incorporated or Qualified 10/22/1996	
4. FEI Number 51-0279855	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 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
CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PCD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TUDEK, ROBERT E	1.2 NAME	
STREET ADDRESS	320 WEST COLLEGE AVENUE	1.3 STREET ADDRESS	
CITY-ST-ZIP	PLEASANT GAP PA	1.4 CITY-ST-ZIP	
TITLE	VD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MUNDY, EVERETT I	2.2 NAME	
STREET ADDRESS	320 WEST COLLEGE AVENUE	2.3 STREET ADDRESS	
CITY-ST-ZIP	PLEASANT GAP PA	2.4 CITY-ST-ZIP	
TITLE	T	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STEMLER, ROBERT D	3.2 NAME	
STREET ADDRESS	804 JACKSONVILLE RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	BELLEFONTE PA	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KENLY, THOMAS F	4.2 NAME	
STREET ADDRESS	320 WEST COLLEGE AVENUE	4.3 STREET ADDRESS	
CITY-ST-ZIP	PLEASANT GAP PA	4.4 CITY-ST-ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SHORE, RICHARD W	5.2 NAME	
STREET ADDRESS	320 WEST COLLEGE AVENUE	5.3 STREET ADDRESS	
CITY-ST-ZIP	PLEASANT GAP PA	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.

CR2E034 (10/97)

TELE-MEDIA CORPORATION OF DELAWARE

LIST OF DIRECTORS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Robert E. Tudek	Chairman, President, and Chief Executive Officer	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Everett I. Mundy	Vice Chairman	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823

LIST OF OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Robert E. Tudek	Chairman, President, and Chief Executive Officer	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Everett I. Mundy	Vice Chairman	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Douglas F. Best, III	Senior V. P. of Business Development	67 Pease Point Way P. O. Box 1858 Edgartown, MA 02539
Frank R. Vicente	Senior V. P. of Operations and Assistant Secretary	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Robert D. Stemler	Senior V. P. of Finance and Treasurer	804 Jacksonville Road P. O. Box 39 Bellefonte, PA 16823
Wayne P. Harrison	Vice President and General Manager	127 Eden Way Drive P. O. Box 1434 White House, TN 37188
Elsie M. Tudek	Administrative V. P. and Asst. Secretary/ Assistant Treasurer	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823

**Tele-Media Corporation of Delaware
List of Directors & Officers**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Robert R. Shepherd	Senior V. P. and General Sales Manager	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Tony S. Swain	Senior Vice President and Director of Engineering	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Russell G. Bambarger	Senior Vice President	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Gerald P. Corman	Senior Vice President	6686 Rosedale Avenue P. O. Box 385 Reynoldsburg, OH 43068
Richard W. Shore	Vice President of Corporate Development and Tax Affairs	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Robert H. Stewart	Vice President and Director of Purchasing	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Steven E. Koval	V. P. of Accounting/ Management Information Services	804 Jacksonville Road P. O. Box 39 Bellefonte, PA 16823
Charles J. Hilderbrand	Vice President and General Manager	804 Jacksonville Road P. O. Box 39 Bellefonte, PA 16823
Robert R. Shock	Vice President and General Manager	3020 High Ridge Road Suite 200 Boynton Beach, FL 33426
Allen C. Jacobson	Vice President of Legal Affairs and Secretary	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Jean C. Brown	Administrative V. P. and Asst. Secretary	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823

**Tele-Media Corporation of Delaware
List of Directors & Officers**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Thomas E. Mundy	Vice President	13101 Langtree Drive Richmond, VA 23233
Burton G. Peterson	Asst. Administrative Vice President	3020 High Ridge Road Suite 200 Boynton Beach, FL 33426
Anthony Masella, Jr.	Asst. Vice President of Marketing	3934 Lake Padgett Drive Land O'Lakes, FL 34639
Jonathan P. Young	Assistant Vice President of Legal Affairs	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16823
Thomas R. Kenly	Assistant Vice President	320 West College Avenue P. O. Box 5301 Pleasant Gap, PA 16923

CONSULTANTS

Jon D. Dotts	Senior Vice President
Thomas F. Kenly	Senior Vice President
Ralph E. Steffan	Senior Vice President
James M. Trostle	Senior Vice President

1/1/98