FILED FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00 Mar 20 1997 8:00am *CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State Pace Communications Group Inc 1997 Principal Place of Business 485 540 Avc 485 5th Ave New York, NY 10017 New York, NY10017 3a. Date of Last Report 2. Principal Place of Business 2a. Mailing Address Applied For Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required City & State City & State \$5.00 May Be 6. Election Campaign Financing Trust Fund Contribution Added to Fees 23 Zip Country Zip Country 8. This corporation has liability for intangible tax under s. 199.032, 24 25 Florida Statutes Yes No 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent Voited Corporate Services, Inc 801 N.E. 167 th St, Svite 300 North Miami Beach, F1 33162 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 Cily Zip Code 85 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 rog-stered agent and title if applicable (NOT) Registered Agent signature required when reinstating) 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. (96/6) DELETE Change Addition TITLE 1.1 1014 Sec Attached List 1.2 NAME 1.3 STREET ADDRESS STREET ADDRESS 14 City - St- ZiP CITY-ST-ZIP DILETE Change TITLE 21 TITLE Addition 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS 2 4 CrtY+S1-7/P CITY-ST-ZIP DELETE Change TITLE 3.1 TILLE Addition 3.2 NAML 3.3 STHEET ADDRESS STREET ADDRESS CITY - ST- ZIP 34 CITY - ST-7IP DELETE Change ___ Addition TITLE 4.1 HILE 4 2 NAME STREET ADDRESS 4.3 STREET ADDRESS 4.4 Q(1Y - ST- ZIP CITY-ST-ZIF DELETE Change Addition TITLE 51 JIILE 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 C01Y-S1-ZIP DELETE Change TITLE 61 JILLE 90000211989්මී -03/20/97--01129--028 6.2 NAME NAME STREET ADDRESS 6.3 STREET ADDRESS ***165**.**00 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 chapter 6, or principal attachment with an address.

SIGNATURE:

(212) 818 OW

CORPORATE OFFICERS

085-36-0481 Joel Cantos Secretary, Treasurer 4 Jane Drive Old Bethpage, NY 11804 (516) 454-8061

088-20-5748 Milton Bagley Chairman 95 Cypress Drive Woodbury, NY 11797 (516) 367-3247

131-38-0401 John Grimes Executive Vice President 198 Dogwood Lane Manhasset, NY 11030 (516) 365-2468

147-38-4805 Richard Nulman President 31 Washington Avenue Morganville, NJ 07751 (908) 972-3\$63