

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra H. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F97000002575 (5)

1. Corporation Name
ADTIME USA, INC.

Principal Place of Business
555 MADISON AVENUE
NEW YORK NY 10022

Mailing Address
555 MADISON AVENUE
NEW YORK NY 10022

2. Principal Place of Business
21 420 LEXINGTON AVE
Suite Apt #, etc
22 Suite 520
City & State
23 NEW YORK NY
Zip Country
24 10170 USA

2a. Mailing Address
26 420 LEXINGTON AVE
Suite Apt #, etc
27 Suite 520
City & State
28 NEW YORK NY
Zip Country
29 10170 USA

9. Name and Address of Current Registered Agent
CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

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 607.1505, 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 of the person who is authorized to sign this report.

(b)(3) If officer or director, sign and print name and title.

DATE

12. OFFICERS AND DIRECTORS
11 NAME PD SCHAPS, RICHARD
12 STREET ADDRESS 420 LEXINGTON AVENUE
13 CITY/STATE/ZIP NEW YORK NY 10170
14 TITLE EVS
15 NAME GOULD, DIRK
16 STREET ADDRESS 420 LEXINGTON AVENUE
17 CITY/STATE/ZIP NEW YORK NY 10170
18 TITLE T
19 NAME BEATTIE, WILLIAM
20 STREET ADDRESS 420 LEXINGTON AVENUE
21 CITY/STATE/ZIP NEW YORK NY 10170
22 TITLE V
23 NAME WHITBY, PAUL G
24 STREET ADDRESS 555 MADISON AVENUE
25 CITY/STATE/ZIP NEW YORK NY 10170
26 TITLE CFO
27 NAME CEDENO, JHONNY
28 STREET ADDRESS 555 MADISON AVENUE
29 CITY/STATE/ZIP NEW YORK NY 10022
30 TITLE D
31 NAME PERLINE, JASON
32 STREET ADDRESS 420 LEXINGTON AVENUE
33 CITY/STATE/ZIP NEW YORK NY 10170

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
34 11 NAME
35 12 NAME
36 13 STREET ADDRESS
37 14 CITY/STATE/ZIP
38 15 TITLE
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122 99 STREET ADDRESS
123 100 CITY/STATE/ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in section 119.07(3)(b), 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: X Will C Beatty Treason

X 9/18/98 212-953-7744

FILED
Oct 08 1998 8:00am
Secretary of State



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
04/29/1997
4. FEI Number
13-3541818
5. Certificate of Status Desired
6. Election Campaign Financing
Trust Fund Contribution
7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.
8. Name and Address of New Registered Agent

NO
CORP
NO
CORP
NO
CORP