

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

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Apr 01 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 # F97000002619 (1)

1. Corporation Name

CAINE COMMUNICATIONS OF DELAWARE, INC.
The Witley Group, Inc.

N/C 12/19/97

Principal Place of Business

251 ROYAL PALM WAY
PALM BEACH FL 33480

Mailing Address

251 ROYAL PALM WAY
PALM BEACH FL 33480

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		05/16/1997	
22 City & State		27 City & State		4. FEI Number	
23 Zip		28 Zip		65-0740452	
24 Country		30 Country		5. Certificate of Status Desired	
				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.	
				Applied For	
				Not Applicable	
				5. Certificate of Status Desired	
				8.75 Additional Fee Required	
				6. Election Campaign Financing	
				Trust Fund Contribution	
				5.00 May Be Added to Fees	
				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.	
				Yes No	

9. Name and Address of Current Registered Agent

SCHERER, WARREN
251 ROYAL PALM WAY
PALM BEACH FL 33480

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

Signature typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C	1.1 TITLE	
NAME	SCHERER, WARREN	1.2 NAME	
STREET ADDRESS	11855 RENE LACOSTE PLACE	1.3 STREET ADDRESS	
CITY-ST-ZIP	WEST PALM BEACH FL 33414	1.4 CITY-ST-ZIP	
TITLE	CP	2.1 TITLE	
NAME	CAINE, CY	2.2 NAME	
STREET ADDRESS	2400 LAS OLAS BLVD., STE. 233	2.3 STREET ADDRESS	
CITY-ST-ZIP	FT. LAUDERDALE FL 33301	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	
NAME	BROWN, MARTIN	3.2 NAME	
STREET ADDRESS	BROOK FARM HOUSE, BROOK SURREY	3.3 STREET ADDRESS	
CITY-ST-ZIP	UNITED KINGDOM GU85PX	3.4 CITY-ST-ZIP	
TITLE	DVS	4.1 TITLE	
NAME	WOODROW, GORDON	4.2 NAME	
STREET ADDRESS	865 LENAPE RD.	4.3 STREET ADDRESS	
CITY-ST-ZIP	WEST CHESTER PA 19380	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	
NAME	MACDONNELL, ROBERT A	5.2 NAME	
STREET ADDRESS	123 S. BROAD ST.	5.3 STREET ADDRESS	
CITY-ST-ZIP	PHILADELPHIA PA 19109	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
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.

SIGNATURE

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