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Apr 22 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 # P17025 (8)
 1. Corporation Name
RADNOR/WILLOUGHBY CORPORATION



Principal Place of Business
**1801 MARKET ST
 PHILADELPHIA PA 19103
 US**

Mailing Address
**1801 MARKET ST
 PHILADELPHIA PA 19103-1629
 US**

3. Date Incorporated or Qualified **12/02/1987** 3a. Date of Last Report **04/09/1996**

21	2. Principal Place of Business	25	2a. Mailing Address	4.	FBI Number 23-2487658	Applied For	<input type="checkbox"/>	Not Applicable
22	Suite, Apt. #, etc	27	Suite, Apt. #, etc	5.	Certificate of Status Desired	<input type="checkbox"/>	\$8.75	Additional Fee Required
23	City & State	28	City & State	6.	Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/>	\$5.00	May Be Added to Fees
24	Zip	29	Zip	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				10. Name and Address of New Registered Agent			
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	FL	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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	DIRECTOR/PRESIDENT
NAME	DINGUS, M.H.R.	1.2 NAME	OSBURN, S.H.
STREET ADDRESS	1801 MARKET ST	1.3 STREET ADDRESS	1801 MARKET ST.
CITY - ST - ZIP	PHILADELPHIA PA	1.4 CITY - ST - ZIP	PHILADELPHIA PA 19103
TITLE	VD	2.1 TITLE	
NAME	MULHOLLAND, P.A.	2.2 NAME	
STREET ADDRESS	1801 MARKET ST	2.3 STREET ADDRESS	
CITY - ST - ZIP	PHILADELPHIA FL	2.4 CITY - ST - ZIP	
TITLE	P	3.1 TITLE	
NAME	OSBURN, S.H.	3.2 NAME	
STREET ADDRESS	501 N AIA	3.3 STREET ADDRESS	
CITY - ST - ZIP	JUPITER FL	3.4 CITY - ST - ZIP	
TITLE	VD	4.1 TITLE	
NAME	SZILIER, G.J.	4.2 NAME	
STREET ADDRESS	1801 MARKET ST	4.3 STREET ADDRESS	
CITY - ST - ZIP	PHILADELPHIA PA	4.4 CITY - ST - ZIP	
TITLE	S	5.1 TITLE	
NAME	BROWNIE, THOMAS, JR.	5.2 NAME	
STREET ADDRESS	1801 MARKET ST	5.3 STREET ADDRESS	
CITY - ST - ZIP	PHILADELPHIA PA	5.4 CITY - ST - ZIP	
TITLE	T	6.1 TITLE	
NAME	JONES, P. M	6.2 NAME	
STREET ADDRESS	1801 MARKET ST	6.3 STREET ADDRESS	
CITY - ST - ZIP	PHILADELPHIA PA	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, 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: *Thomas Brownie* **APRIL 2, 1997** 215-977-6236
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)