

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

FILED
May 19 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 # P17630 (5)
1. Corporation Name
TREASURE CHEST ADVERTISING COMPANY, INC.

Principal Place of Business 250 WEST PRATT STREET 18TH FLOOR BALTIMORE MD 21201 US	Mailing Address PO BOX 17102 18TH FLOOR BALTIMORE MA 21203 US
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 01/12/1988	4. FEI Number 52-1520798	Applied For 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

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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 date of application

(NOTE: Registered Agent signature required when reinstalling)

DATE

12. OFFICERS AND DIRECTORS

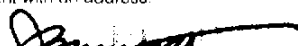
TITLE	CD	<input type="checkbox"/> DELETE
NAME	AMMON, THEODORE R.	
STREET ADDRESS	19 EAST 92ND ST.	
CITY-ST-ZIP	NEW YORK NY	
TITLE	S	<input type="checkbox"/> DELETE
NAME	ANGELSON, MARK A	
STREET ADDRESS	876 PARK AVE APT 13N	
CITY-ST-ZIP	NEW YORK NY	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	FISHER, IRENE B	
STREET ADDRESS	89-35-166 STREET	
CITY-ST-ZIP	NEW YORK NY	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	FRIER, RICK P.	
STREET ADDRESS	2505 ROCKDELL STREET	
CITY-ST-ZIP	LA CRESCENTA CA	
TITLE	P	<input type="checkbox"/> DELETE
NAME	ROLAND, DONALD E.	
STREET ADDRESS	315 ROUGHRIDER RD.	
CITY-ST-ZIP	LAVERNE CA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	REILLY, EDWARD T	
STREET ADDRESS	62 N SYLVON RD	
CITY-ST-ZIP	WESTPORT CT	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	AT & CFO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Durbin, Dean	
1.3 STREET ADDRESS	218 North Charles Street	
1.4 CITY-ST-ZIP	Baltimore, Maryland 21201	
2.1 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Jim Burnett	
2.3 STREET ADDRESS	11 Independence Drive	
2.4 CITY-ST-ZIP	New Freedom, PA. 17349	
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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:





800 5723560

CR2E034 (10/97)

TREASURE CHEST ADVERTISING COMPANY, INC.

DIRECTORS AND OFFICERS

<u>NAME</u>	<u>OFFICE</u>	<u>HOME ADDRESS</u>	<u>BUSINESS ADDRESS</u>	<u>TERM EXPIRES</u>
Donald E. Roland	Director / President	4 Norwood Road Annapolis, MD 21401	Treasure Chest Advertising Company, Inc. 250 West Pratt Street, 18 th Floor Baltimore, MD 21201	June 1998
Dean Durbin	Asst. Treasurer CFO and Sr. VP	218 North Charles St. Apt. 1902 Baltimore, MD 21201	Treasure Chest Advertising Company, Inc. 250 West Pratt Street, 18 th Floor Baltimore, MD 21201	June 1998
Jim Burnett	Vice President Controller	11 Independence Drive New Freedom, PA 17349	Treasure Chest Advertising Company, Inc. 250 West Pratt Street, 19 th Floor Baltimore, MD 21201	June 1998
Mark A. Angelson	Secretary	876 Park Avenue Apartment 13N New York, NY 10021	Big Flower Press Holdings, Inc. 3 East 54th Street New York, NY 10022	June 1998
Irene B. Fisher	Assistant Secretary	69-35 166 Street Flushing, NY 11365	Big Flower Press Holding, Inc. 3 East 54th Street New York, NY 10022	June 1998
Edward T. Reilly	Director	62 N. Sylvan Road Westport, CT 06880	Big Flower Press Holdings, Inc. 3 East 54th Street New York, NY 10022	June 1998