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Mar 11 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P22378 (4)
1. Corporation Name
TITAN SPORTS INC.



Principal Place of Business
1241 EAST MAIN STREET
STAMFORD CT 06902

Mailing Address
1241 EAST MAIN STREET
STAMFORD CT 06902

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/30/1988	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 04-2693383	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	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 THE PRENTICE HALL CORPORATION SYSTEM, INC. 1201 HAYES ST. STE. 105 TALLAHASSEE FL 32301		10. Name and Address of New Registered Agent	
81 Name		82 Street Address (P.O. Box Number is Not Acceptable)	
83		84 City	
85 Zip Code		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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO	1.1 TITLE	Vice President/General
NAME	MCAHON, VICENT K	1.2 NAME	Counsel - Edward L. Kaufman
STREET ADDRESS	1241 EAST MAIN STREET	1.3 STREET ADDRESS	1241 East Main Street
CITY-ST-ZIP	STAMFORD CT 06902	1.4 CITY-ST-ZIP	Stamford, CT 06902
TITLE	DPS	2.1 TITLE	
NAME	MCAHON, LINDA E.	2.2 NAME	
STREET ADDRESS	1241 EAST MAIN STREET	2.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT 06902	2.4 CITY-ST-ZIP	
TITLE	CFOT	3.1 TITLE	
NAME	SAGES, DOUGLAS G.	3.2 NAME	
STREET ADDRESS	1241 EAST MAIN STREET	3.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT 06902	3.4 CITY-ST-ZIP	
TITLE	VC	4.1 TITLE	
NAME	SERPE, FRANK G	4.2 NAME	
STREET ADDRESS	1241 EAST MAIN STREET	4.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT 06902	4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		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.

CR2E034 (10/97)



CORPORATE OFFICERS LIST

**TITAN SPORTS INC.
1241 EAST MAIN STREET
STAMFORD, CT 06902**

CORPORATE OFFICERS:

Linda E. McMahon, President, CEO/Secretary

Douglas G. Sages, Executive Vice President, Finance CFO/Treasurer

Edward L. Kaufman, Vice President/General Counsel

****PLEASE REFER TO ABOVE ADDRESS FOR ALL OFFICERS****

*****If you have any questions, please contact Cory Denninger at***
(203)352-8640.**