

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

FILED
Aug 05 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P25143** (9)
1. Corporation Name
GROLIER TELEMARTETING, INC.

Principal Place of Business
**SHERMAN TURNPIKE
DANBURY CT 06818**

Mailing Address
**C O TAX DEPT.
SHERMAN TURNPIKE
DANBURY CT 06816**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/11/1989		3a. Date of Last Report 05/01/1996	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		4. FEI Number 22-2180906		<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
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		30 Country		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <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			
WHALEY, FAYE HWY 77 MOWAT RD LYNN HAVEN FL 32444				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

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	PD CIRILLI, DANTE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	12 FIR DRIVE	1.2 NAME	
STREET ADDRESS	DANBURY CT	1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	AV MARGOLIN, STEVEN	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	14 BIRCH RD., CHARCOAL RIDGE	2.2 NAME	
STREET ADDRESS	NEW FAIRFIELD CT	2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	T RUSSO, EDWARD J	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	52 SUNHAVEN DRIVE	3.2 NAME	
STREET ADDRESS	NEW ROCHELLE NY	3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	S KABAK, EDWARD	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	5 BROAD STREET	4.2 NAME	
STREET ADDRESS	WESTPORT CT	4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	D RACKOFF, LESTER	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	4 SUPPLE WAY	5.2 NAME	
STREET ADDRESS	YORKTOWN HEIGHTS NY	5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	AT CIANCIOLO, LAWRENCE J	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	47 HENLOCK DR.	6.2 NAME	
STREET ADDRESS	NEW HARTFORD CT	6.3 STREET ADDRESS	
CITY-ST-ZIP		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 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:

7/31/97

203-797-3778

CR2E034 (4/97)