

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

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May 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 # P97000089131 (1)
1. Corporation Name
IN-TOUCH INC.

Principal Place of Business 2050 SPECTRUM BLVD. FT. LAUDERDALE FL 33309	Mailing Address 2050 SPECTRUM BLVD. FT. LAUDERDALE FL 33309
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/15/1997 11/20/97	
21		26		4. FEI Number 65-0795413	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
22		27		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State		City & State		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	
23		28			
Zip	Country	Zip	Country		
24	25	29	30		

9. Name and Address of Current Registered Agent UMANSKY, RAPHAEL D 2050 SPECTRUM BLVD. FT. LAUDERDALE FL 33309		10. Name and Address of New Registered Agent	
		81 Name	
		82 Street	
		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 _____
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	<input type="checkbox"/> DELETE	1.1 TITLE	P/CEO/D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		1.2 NAME	James H. Booth
STREET ADDRESS		1.3 STREET ADDRESS	2050 Spectrum Blvd.
CITY-ST-ZIP		1.4 CITY-ST-ZIP	Ft. Lauderdale FL 33309
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	V/CEO/D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		2.2 NAME	Kathleen Gilmartin
STREET ADDRESS		2.3 STREET ADDRESS	2050 Spectrum Blvd.
CITY-ST-ZIP		2.4 CITY-ST-ZIP	Ft. Lauderdale FL 33309
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	V/IT/D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	Paul Haggard
STREET ADDRESS		3.3 STREET ADDRESS	2050 Spectrum Blvd.
CITY-ST-ZIP		3.4 CITY-ST-ZIP	Ft. Lauderdale FL 33309
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	S <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	Raphael D. Umansky
STREET ADDRESS		4.3 STREET ADDRESS	2050 Spectrum Blvd.
CITY-ST-ZIP		4.4 CITY-ST-ZIP	Ft. Lauderdale FL 33309
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		5.2 NAME	Dana S. D'Brien
STREET ADDRESS		5.3 STREET ADDRESS	717 Fifth Avenue Suite 110
CITY-ST-ZIP		5.4 CITY-ST-ZIP	New York NY 10022
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		6.2 NAME	Robert H. Getz
STREET ADDRESS		6.3 STREET ADDRESS	717 Fifth Avenue Suite 110
CITY-ST-ZIP		6.4 CITY-ST-ZIP	New York NY 10022

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:  04-23-98 (954) 938-7701

CR2E034 (10/97)

See Attached

**IN-TOUCH, INC.
OFFICERS AND DIRECTORS**

JAMES H. BOOTH, PRESIDENT, CEO, DIRECTOR

D.O.B. 02-09-48 ; SS#115-38-4978

BUSINESS:

2050 SPECTRUM BLVD
FORT LAUDERDALE, FL 33309

RESIDENCE:

2997 WENTWORTH
FT. LAUDERDALE, FL 33332

KATHLEEN GILMARTIN, VICE PRESIDENT, COO, DIRECTOR

D.O.B. 02-04-52; SS#077-46-2751

BUSINESS:

2050 SPECTRUM BLVD
FORT LAUDERDALE, FL 33309

RESIDENCE:

656 SW 14 STREET
BOCA RATON, FL 33486

PAUL HAQQARD, VICE PRESIDENT, TREASURER, CFO, DIRECTOR

D.O.B. 05-05-52; SS#022-42-0026

BUSINESS:

2050 SPECTRUM BLVD
FORT LAUDERDALE, FL 33309

RESIDENCE:

8851 SW 57 COURT
COOPER CITY, FL 33328

RAPHAEL D. UMANSKY, SECRETARY

D.O.B. 05-09-50; SS#152-40-2103

BUSINESS:

2050 SPECTRUM BLVD
FORT LAUDERDALE, FL 33309

RESIDENCE:

694 VERONA COURT
FORT LAUDERDALE, FL 33326

ROBERT H. GETZ, DIRECTOR

D.O.B. 02-16-56; SS#061-54-0796

BUSINESS:

717 FIFTH AVENUE, SUITE 110
NEW YORK, NY 10022

RESIDENCE:

52 CLUB ROAD
RIVERSIDE, CT 06878

DANA J. O'BRIEN

D.O.B. 03/30/62; SS#080-38-1547

BUSINESS:

717 FIFTH AVENUE, SUITE 110
NEW YORK, NY 10022

RESIDENCE:

167 E. 82ND STREET, APT 10D
NEW YORK, NY 10028