

2004 FOR PROFIT CORPORATION ANNUAL REPORT (AR)

FILED
Apr 02, 2004 8:00 am
Secretary of State

04-02-2004 90025 028 ***150.00

DOCUMENT # 188569

1. Entity Name
PIONEER METALS INC.



Principal Place of Business
**6501 NW 37TH AVENUE
 MIAMI FL 33147
 US**

Mailing Address
**6501 NW 37TH AVENUE
 MIAMI FL 33147
 US**

54025473



MOORE CR2E034 (11/03)

2. Principal Place of Business
 Suite, Apt. #, etc.

3. Mailing Address
 Suite, Apt. #, etc.

City & State

4. FEI Number **59-0773846**

Applied For
 Not Applicable

Zip Country Zip Country

5. Certificate of Status Desired **\$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND RD.
 PLANTATION FL 33324**

7. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

FILE NOW!!! FEE IS \$150.00
After May 1, 2004 Fee will be \$550.00
Make Check Payable to Florida Department of State

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD GOODMAN, JOHN 2550 NORTH LOOP WEST, SUITE 400 HOUSTON TX 77092	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V BLACKBURN, LAWRENCE M 2550 NORTH LOOP WEST, SUITE 400 HOUSTON TX 77092	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS CAMPBELL, BEN 2550 NORTH LOOP WEST, SUITE 400 HOUSTON TX 77092	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T KLEPSE, TANIA 2550 NORTH LOOP WEST, SUITE 400 HOUSTON TX 77092	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P MARTY, D C 2550 NORTH LOOP WEST, SUITE 400 HOUSTON TX 77092	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V HINCKLEY, H D 6065 ROLLING RD DR. MIAMI FL 33156	<input checked="" type="checkbox"/> Delete

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP	(see attached additions)	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *[Signature]* **3-29-04**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

Attachment

#188569

54025713

Pioneer Metals, Inc.

2004 For Profit Corporation Annual Report (AR)

Add the following Officers:

CEO

Charles A. Carroll
2550 North Loop West, Suite 400
Houston, TX 77092

P

James L. Mishler
2550 North Loop West, Suite 400
Houston, TX 77092

VP

Donald R. King
2550 North Loop West, Suite 400
Houston, TX 77092

VP

Peter H. Alexander
2550 North Loop West, Suite 400
Houston, TX 77092

VP

Samuel G. Bikman
2550 North Loop West, Suite 400
Houston, TX 77092

VP

Gary L. Clark
2550 North Loop West, Suite 400
Houston, TX 77092

VP

Terrance M. Smith
2550 North Loop West, Suite 400
Houston, TX 77092

VP

William L. Topper
2550 North Loop West, Suite 400
Houston, TX 77092

Attachment

~~#188569~~

54025473

Pioneer Metals, Inc.

2004 For Profit Corporation Annual Report (AR)

Add the following Officers:

VP

Mike Bride

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Mike Gray

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Raymond V. Carroll, Jr.

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Jeffrey R. Ellingham

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Mike Frahlman

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Richard J. Pierce

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Tim Pischulla

2550 North Loop West, Suite 400

Houston, TX 77092

VP

Gregory Vensel

2550 North Loop West, Suite 400

Houston, TX 77092

Attachment

#188569

54025473

Pioneer Metals, Inc.

2004 For Profit Corporation Annual Report (AR)

Add the following Officers:

VP

Ardee Toppe

2550 North Loop West, Suite 400

Houston, TX 77092

VP

R. Mike Bryant

2550 North Loop West, Suite 400

Houston, TX 77092

Asst. T

Nancy Rodgers McNease

2550 North Loop West, Suite 400

Houston, TX 77092