FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT 1996

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

DOCUMENT # F94000005182 (0)

1. Corporation Name

AUTOFLOW, INC.

Principal Place of Business	Mailing Address
120 NW 12 AVENUE DEERFIELD BEACH FL 33442	120 NW 12 AVENUE DEERFIELD BEACH FL 33442

3. Date Incorporated or Qualified: 10/05/1994
3a. Date of Last Report: 05/31/1995

2. Principal Place of Business	2a. Mailing Address
21 c/o CS First Boston Corp.	26 c/o CS First Boston Corp.
22 Suite, Apt. #, etc. 55 East 52nd Street	27 Suite, Apt. #, etc. 5 World Trade Center, 8th Fl
23 City & State: New York NY	28 City & State: New York NY
24 Zip: 10055 / 25 Country: USA	29 Zip: 10048 / 30 Country: USA

4. FEI Number: 65-0523422 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 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 200001881372 -05/21/96--01034--018
84 City ***225.00 FL 85 Zip Code

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	CD	☒ DELETE	1 1 TITLE	Chairman	☐ Change ☒ Addition
NAME	RICH, LAWRENCE S		1 2 NAME	Frederick O. Terrell	
STREET ADDRESS	120 NW 12 AVENUE		1 3 STREET ADDRESS	55 E. 52nd St.	
CITY-ST-ZIP	DEERFIELD BEACH FL		1 4 CITY-ST-ZIP	New York, NY 10055	
TITLE	VD	☒ DELETE	2 1 TITLE	President	☐ Change ☒ Addition
NAME	NIXON, MICHAEL		2 2 NAME	Lesley D. Goldwasser	
STREET ADDRESS	120 NW 12 AVENUE		2 3 STREET ADDRESS	55 E. 52nd St.	
CITY-ST-ZIP	DEERFIELD BEACH FL		2 4 CITY-ST-ZIP	New York, NY 10055	
TITLE	TD	☒ DELETE	3 1 TITLE	Vice President	☐ Change ☒ Addition
NAME	ALLEN, A T		3 2 NAME	Emily A. Youssouf	
STREET ADDRESS	120 NW 12 AVENUE		3 3 STREET ADDRESS	55 E. 52nd St.	
CITY-ST-ZIP	DEERFIELD BEACH FL		3 4 CITY-ST-ZIP	New York, NY 10055	
TITLE	D	☒ DELETE	4 1 TITLE	D	☐ Change ☒ Addition
NAME	SHAPIRO, JEFFREY B		4 2 NAME	John P. Costas	
STREET ADDRESS	801 BRICKELL AVENUE		4 3 STREET ADDRESS	55 E. 52nd St.	
CITY-ST-ZIP	MIAMI FL		4 4 CITY-ST-ZIP	New York, NY 10055	
TITLE	P	☒ DELETE	5 1 TITLE	Treasurer	☐ Change ☒ Addition
NAME	PHILLIPS, MICHAEL		5 2 NAME	Lewis Wirshba	
STREET ADDRESS	6150 OMNI PARK DRIVE		5 3 STREET ADDRESS	55 E. 52nd St.	
CITY-ST-ZIP	MOBILE AL		5 4 CITY-ST-ZIP	NEw York, NY 10055	
TITLE	AS	☒ DELETE	6 1 TITLE	Director of Taxes	☐ Change ☒ Addition
NAME	HAYMAN, JEFF		6 2 NAME ✓	Kenneth J. Lohsen	7.20 / 5
STREET ADDRESS	100 N.W. 12TH AVE.		6 3 STREET ADDRESS	5 World Trade Center	
CITY-ST-ZIP	DEERFIELD BEACH FL 33442		6 4 CITY-ST-ZIP	New York, NY 10048	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: [signature] Kenneth J. Lohsen 5-13-96 212-322-1770
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (12/95)