

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

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**Apr 28 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 # F96000002390 (0)
 1. Corporation Name
TITAN DISTRIBUTION, INC.



Principal Place of Business 2701 SPRUCE ST QUINCY IL 62301	Mailing Address 2701 SPRUCE ST QUINCY IL 62301-3473
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3. Date Incorporated or Qualified 05/13/1996	3a. Date of Last Report
4. FEI Number 42-1444713	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29

9. Name and Address of Current Registered Agent

**HALASYN, BILL
1201 OLD HOWELL RD #9
TAMPA FL 33619**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	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

TITLE	DP	<input type="checkbox"/> DELETE
NAME	TAYLOR, MAURICE M JR	
STREET ADDRESS	2701 SPRUCE ST	
CITY-ST-ZIP	QUINCY FL 62301	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BILLIG, ERWIN H	
STREET ADDRESS	2701 SPRUCE ST	
CITY-ST-ZIP	QUINCY FL 62301	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CASHIN, RICHARD	
STREET ADDRESS	2701 SPRUCE ST	
CITY-ST-ZIP	QUINCY FL 62301	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SOAVE, ANTHONY	
STREET ADDRESS	2701 SPRUCE ST	
CITY-ST-ZIP	QUINCY FL 62301	
TITLE	D	<input type="checkbox"/> DELETE
NAME	FEBBO, ALBERT J	
STREET ADDRESS	2701 SPRUCE ST	
CITY-ST-ZIP	QUINCY FL 62301	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CAMPBELL, EDWARD J	
STREET ADDRESS	2701 SPRUCE ST	
CITY-ST-ZIP	QUINCY FL 62301	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	CEO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	MAURICE M TAYLOR JR	
1.3 STREET ADDRESS	2701 SPRUCE ST	
1.4 CITY-ST-ZIP	QUINCY IL 62301	
2.1 TITLE	PRESIDENT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	MICHAEL R. SAMIDE	
2.3 STREET ADDRESS	2701 SPRUCE ST.	
2.4 CITY-ST-ZIP	QUINCY IL 62301	
3.1 TITLE	TREASURER	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	KENT W. HACKAMACK	
3.3 STREET ADDRESS	2701 SPRUCE ST.	
3.4 CITY-ST-ZIP	QUINCY IL 62301	
4.1 TITLE	SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	CHERI T. HOLLEY	
4.3 STREET ADDRESS	2701 SPRUCE ST	
4.4 CITY-ST-ZIP	QUINCY IL 62301	
5.1 TITLE	DIRECTOR	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	ERWIN H BILLIG	
5.3 STREET ADDRESS	2701 SPRUCE ST.	
5.4 CITY-ST-ZIP	QUINCY IL 62301	
6.1 TITLE	DIRECTOR	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	RICHARD CASHIN	
6.3 STREET ADDRESS	2701 SPRUCE ST.	
6.4 CITY-ST-ZIP	QUINCY IL 62301	

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: 14 NOT REQUIRED DATE: Apr-14-97 (217) 221-4330

CR2E034 (9/96)

Additional Directors (Changes)

Title: Director Change
Name: Anthony Soave
Street: 2701 Spruce Street
City, State, Zip: Quincy, IL 62301

Title: Director Change
Name: Albert J. Febbo
Street: 2701 Spruce Street
City, State, Zip: Quincy, IL 62301

Title: Director Change
Name: Edward J. Campbell
Street: 2701 Spruce Street
City, State, Zip: Quincy, IL 62301