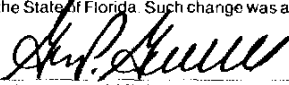


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 99 MAR 18 AM 10:37	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company		DOCUMENT # L98000003268		1a. Principal Place of Business Address	
AXSYS RESOURCES, L.C. 416 CHENEY HIGHWAY TITUSVILLE FL 32780		99-AR CM		416 CHENEY HIGHWAY TITUSVILLE FL 32780	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
2961 MULBERRY DR.		2961 MULBERRY DR.		12/18/1998	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		3a. State of Formation	
City & State		City & State		FL	
TITUSVILLE, FL		TITUSVILLE, FL		4. FEI Number	
Zip		Zip		59-3560651	
32780		32780		5. Date of Last Report	
Country		Country		N/A	
7. Name and Address of Current Registered Agent		8. Name and Address of New Registered Agent/Office			
GORRELL, GENE P 416 CHENEY HIGHWAY TITUSVILLE FL 32780		Name GORRELL, GENE P. Street Address (P.O. Box Number is Not Acceptable) 2961 MULBERRY DR. Suite, Apt. #, etc. City TITUSVILLE, FL Zip Code 32780			
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE  DATE 3-15-99					
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reappointing)					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	GORRELL, ERIC S	4970 S. 900 EAST, BUILDING		SALT LAKE CITY UT	
MGR	GORRELL, GENE P	2961 MULBERRY DRIVE		TITUSVILLE FL	
400002819234--8 -03/26/99--01009--016 ****188.75 ****188.75					
11. 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE:  3-15-99 (407) 268-4830					
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNER (MANAGING MEMBER OR MANAGER)					