

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

FILED
Apr 30 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 # P00699 (9)
 1. Corporation Name
ASI SYSTEMS INTERNATIONAL (INCORPORATED)



Principal Place of Business 328 W KATELLA AVE. SUITE 4-K ORANGE CA 92667	Mailing Address 328 W KATELLA AVE. SUITE 4-K ORANGE CA 92667
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/24/1984	
21. Suite, Apt. #, etc.	22. City & State	26. Suite, Apt. #, etc.	27. City & State	4. FEI Number 95-2489176	Applied For Not Applicable
23. Zip	24. Country	28. Zip	29. Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	

9. Name and Address of Current Registered Agent
WHATLEY, JAMES C.
838 N. EGLIN PARKWAY
SUITE 202
FT. WALTON BEACH FL 32548

10. Name and Address of New Registered Agent

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

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 officer 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	VD	<input checked="" type="checkbox"/> DELETE
NAME	GULARSON, CHARLES H.	
STREET ADDRESS	7630 LITTLE RIVER TRNPK	
CITY-ST-ZIP	ANNANDALE VA	
TITLE	PD	<input checked="" type="checkbox"/> DELETE
NAME	GILBERT, THOMAS E.	
STREET ADDRESS	328 W KATELLA AVE #4K	
CITY-ST-ZIP	ORANGE CA	
TITLE	VD	<input checked="" type="checkbox"/> DELETE
NAME	WHATLEY, JAMES C., JR.	
STREET ADDRESS	838 N. EGLIN PARKWAY	
CITY-ST-ZIP	FT. WALTON BEACH FL	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	SPERRAZZA, JOSEPH	
STREET ADDRESS	P.O. BOX 90 N/A	
CITY-ST-ZIP	WHITFIELD MD 21180	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	WATSON, JOHN D.	
STREET ADDRESS	328 W KATELLA AVE #4K	
CITY-ST-ZIP	ORANGE CA	
TITLE	VTS	<input checked="" type="checkbox"/> DELETE
NAME	JOERGER, STEVEN G	
STREET ADDRESS	328 W KATELLA AVE #4K	
CITY-ST-ZIP	ORANGE CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	<i>See Attached List.</i>
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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: *Steven G. Joerger*

4/2/98

CR2E034 (10/97)

**List of Directors and Officers for ASI Systems International
A Subsidiary of SRS Technologies**

M.S. Sandhu, Director and Chairman of the Board
T.E. Gilbert, Director and CEO
B.Edsall, Director
R.D. Bruce, Secretary
J.L. Stovall, Vice President/Treasurer
J.C. Whatley, Jr., President/COO
S.G. Joerger, Vice President/CFO
H.W. Drake, Vice President for Navy Programs
J.McCarthy, Vice President for Army Programs
C.H. Gularson, Vice President for Information Technology
L.Smith, Vice President

Address for all individuals is : 326 W. Katella Ave.,#4K, Orange, CA 92867 except Mr. Whatley whose address is 838 N. Eglin Parkway, Suite 202, Ft. Walton Beach, FL 32548 and Mr. Gularson whose address is 5203 Leesburg Pike, Suite 700, Falls Church, VA 22041