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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P02219 ✓

1. Corporation Name
MSAS CARGO INTERNATIONAL INC.



Principal Place of Business: 1350 OLD BAYSHORE BLVD., SUITE 900 BURLINGAME CA 94010 US
 Mailing Address: 1350 OLD BAYSHORE BLVD., SUITE 900 BURLINGAME CA 94010 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business: 21 4120 POINT EDEN WAY, Suite, Apt. #, etc. 22 200, City & State 23 HAYWARD, CA, Zip 24 94545
 2a. Mailing Address: 26 4120 POINT EDEN WAY, Suite, Apt. #, etc. 27 200, City & State 28 HAYWARD, CA, Zip 29 94545

3. Date Incorporated or Qualified: 05/31/1984
 4. FEI Number: 11-2220070
 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 owes the current year intangible Personal Property Tax: Yes No

9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City
 85 Zip Code **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: _____ DATE: _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD FOUNTAIN, MICHAEL P	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	33 MEADOW VIEW CT	1.2 NAME	
STREET ADDRESS	DANVILLE CA	1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	V NEACH, RON	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	200 MARSH CT.	2.2 NAME	
STREET ADDRESS	SAN RAMON CA	2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	STD ARELLANO, RALPH R.	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	2760 MARSH DR.	3.2 NAME	
STREET ADDRESS	SAN RAMON CA	3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	D HOPE, E. C.	4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	16 HAM CLOSE	4.2 NAME	
STREET ADDRESS	GLOUCESTER UK	4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	D CHIPPING, STEPHEN	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CORY HOUSE, THE RING BRACKNELL	5.2 NAME	
STREET ADDRESS	BERSHIRE RG UK	5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

DIRECTOR:
 RAYMOND DINKIN
 CORY HOUSE, THE RING BRACKNELL
 BERSHIRE RG12 1AW UK
DIRECTOR:
 TIM JONES
 4120 POINT EDEN WAY, SUITE 200
 HAYWARD, CA 94545

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, with all other like empowered.

SIGNATURE: _____ DATE: 6/28/99 DAYTIME PHONE #: (510) 731-3333
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (1/98)