

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

FILED
May 18 1998 8:00am
Secretary of State

| | | |
|--|---|---|
| PROFIT CORPORATION ANNUAL REPORT 1998 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
|--|---|---|

DOCUMENT # P25362 (5)
 1. Corporation Name
SOUTHERNNET, INC.



| | |
|---|---|
| Principal Place of Business 1801 PA AVE., NW. WASHINGTON DC 20006 | Mailing Address 1133 19TH STREET, N.W. STE. 0502/003 WASHINGTON DC 20036 US |
|---|---|

DO NOT WRITE IN THIS SPACE

| | | | | | |
|--------------------------------|----|---------------------|----|--|-------------------------------|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified 07/21/1989 | |
| 21 | 22 | 26 | 27 | 4. FEI Number 58-1416873 | Applied For Not Applicable |
| Suite, Apt. #, etc. | | Suite, Apt. #, etc. | | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required | |
| City & State | | City & State | | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees | |
| 24 | 25 | 28 | 30 | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No | |
| Zip | | Country | | Zip | |
| Country | | Country | | | |

| | | | | | | | |
|--|--|--|--|---|--|--|--|
| 9. Name and Address of Current Registered Agent | | | | 10. Name and Address of New Registered Agent | | | |
| THE PRENTICE HALL CORP. SYSTEM, INC. 1201 HAYS ST. SUITE 105 TALLAHASSEE FL 32301 | | | | 81 Name | | | |
| | | | | 82 Street Address (P.O. Box Number is Not Acceptable) | | | |
| | | | | 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 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 | | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | | |
|----------------------------|-----------------------------|---------------------------------|---|---------------|--|
| TITLE | PD | <input type="checkbox"/> DELETE | 1.1 TITLE | | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | TAYLOR, GERALD H | | 1.2 NAME | TIMOTHY PRICE | |
| STREET ADDRESS | 1801 PA AVE. N.W. | | 1.3 STREET ADDRESS | | |
| CITY-ST-ZIP | WASHINGTON DC 20006 | | 1.4 CITY-ST-ZIP | | |
| TITLE | VP | <input type="checkbox"/> DELETE | 2.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | RAU, CHARLES W | | 2.2 NAME | | |
| STREET ADDRESS | 1133 19TH ST. N.W. | | 2.3 STREET ADDRESS | | |
| CITY-ST-ZIP | WASHINGTON DC 20036 | | 2.4 CITY-ST-ZIP | | |
| TITLE | SD | <input type="checkbox"/> DELETE | 3.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SALSBURY, MICHAEL | | 3.2 NAME | | |
| STREET ADDRESS | 1801 PA AVENUE, N.W. | | 3.3 STREET ADDRESS | | |
| CITY-ST-ZIP | WASHINGTON DC | | 3.4 CITY-ST-ZIP | | |
| TITLE | | <input type="checkbox"/> DELETE | 4.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | ST. JOHN, JONELLE | | 4.2 NAME | | |
| STREET ADDRESS | 1801 PA AVENUE, NW | | 4.3 STREET ADDRESS | | |
| CITY-ST-ZIP | WASHINGTON DC | | 4.4 CITY-ST-ZIP | | |
| TITLE | AS | <input type="checkbox"/> DELETE | 5.1 TITLE | | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | FRETAG, EDWARD, | | 5.2 NAME | DANIEL PERKA | |
| STREET ADDRESS | 1133 19TH STREET, NW | | 5.3 STREET ADDRESS | | |
| CITY-ST-ZIP | WASHINGTON DC 20036 | | 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 | | |

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, upon an attachment with an address

SIGNATURE:  **CHARLES W. RAU** 4/27/98 202-736-6004

CF2E034 (10/97)