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FILED
May 04 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 # P34300
 1. Corporation Name
Product Development Corporation

Principal Place of Business 20 Ragsdale Dr. Suite 100 Monterey, CA 93940	Mailing Address 20 Ragsdale Dr. Suite 100 Monterey, CA 93940
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 20 Ragsdale Drive	2a. Mailing Address 26 20 Ragsdale Dr.	3. Date Incorporated or Qualified 06/06/91	4. FEI Number 95-1591984
Suite, Apt. #, etc. 22 Suite 100	Suite, Apt. #, etc. 27 Suite 100	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	Applied For <input type="checkbox"/> Not Applicable
City & State 23 Monterey, CA	City & State 28 Monterey, CA	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Zip 24 93940	Country 25 USA	Zip 29 93940	Country 30 USA

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

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 _____ (NO. 1 Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE President/Director	<input type="checkbox"/> DELETE
NAME W. B. Clum, Jr.	
STREET ADDRESS 20 Ragsdale Dr., Suite 100	
CITY-ST-ZIP Monterey, CA 93940	
TITLE Secretary	<input type="checkbox"/> DELETE
NAME Judith H. Carrillo	
STREET ADDRESS 20 Ragsdale Dr., Suite 100	
CITY-ST-ZIP Monterey, CA 93940	
TITLE Treasurer	<input type="checkbox"/> DELETE
NAME David V. Forey	
STREET ADDRESS 20 Ragsdale Dr., Suite 100	
CITY-ST-ZIP Monterey, CA 93940	
TITLE Director	<input type="checkbox"/> DELETE
NAME John Clum	
STREET ADDRESS 820 Camino Atalaya,	
CITY-ST-ZIP Santa FE, NM 87501	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE Director	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME Suzanne Joffray	
13 STREET ADDRESS The LoomisChaffee School, Batchelder Rd	
14 CITY-ST-ZIP Windsor, CT 06095	
21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	
23 STREET ADDRESS	
24 CITY-ST-ZIP	
31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	
41 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME	
43 STREET ADDRESS	
44 CITY-ST-ZIP	
51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME	
53 STREET ADDRESS	
54 CITY-ST-ZIP	
61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME	
63 STREET ADDRESS	
64 CITY-ST-ZIP	

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*****150.00**

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, and that I am duly 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 to be substituted with an address.

SIGNATURE: _____ **4/23, 1998** **(408)333-1100**

SIGNED AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
W. B. Clum, Jr. President

CR2E034 (10/97)