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Jun 03 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F94000003052 (7)

1. Corporation Name
QUANTERRA INCORPORATED

Principal Place of Business

5251 DTC PARKWAY
SUITE 415
ENGLEWOOD CO 80111

Mailing Address

5251 DTC PARKWAY
SUITE 415
ENGLEWOOD CO 80111-2799

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24 25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29 30

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION 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

FL 85 Zip Code

3. Date Incorporated or Qualified
06/10/1994

3a. Date of Last Report
05/16/1996

4. FET Number
84-1271186

Applied for
Not Applicable

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 has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

10. Name and Address of New Registered Agent

11. Pursuant to the provisions of Sections 607.05(2) and 607.13(8), 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 607.05(5), Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent (and title if applicable)

(NOTE: For certified Agent signature, required when re-stating)

DATE

12. OFFICERS AND DIRECTORS

TITLE PD
NAME KONIGR, GERHARD
STREET ADDRESS 5251 DTC PARKWAY
CITY-ST-ZIP ENGLEWOOD CO 80111

TITLE VS
NAME FIGLEY, BRAD
STREET ADDRESS 9000 EXECUTIVE PARK DR.
CITY-ST-ZIP KNOXVILLE TN 37923

TITLE VT
NAME MCCOWAN, WILLIAM
STREET ADDRESS 5251 DTC PARKWAY
CITY-ST-ZIP ENGLEWOOD CO 80111

TITLE AS
NAME FARRENKOPF, LEO C
STREET ADDRESS ONE MALCOLM AVE.
CITY-ST-ZIP TETERBORO NJ 07608

TITLE D
NAME DELUCA, ANTHONY J
STREET ADDRESS 23456 HAWTHORNE BOULEVARD
CITY-ST-ZIP TORRANCE CA 90505

TITLE D
NAME DUKE, DAVID A
STREET ADDRESS ONE RIVERFRONT PLAZA
CITY-ST-ZIP CORNING NY 14831

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 19.07(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:

[Signature]

TRB/Mortham

5/6/97

5/8/97

701-7777

CR2E034 (9/96)