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Secretary of State

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NONPROFIT CORPORATION ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 709716					
1. Corporation Name TALLACON, INC.					
Principal Place of Business 909 N. GADSDEN STREET TALLAHASSEE FL 32303-6315			Mailing Address 909 N. GADSDEN STREET TALLAHASSEE FL 32303-6315		
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29		3. Date Incorporated or Qualified 10/05/1965 4. FEI Number 59-2351172 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
9. Name and Address of Current Registered Agent SOUTHERLAND, H.P. 1571 CLIFFORD HILL RD TALLAHASSEE FL 32308				10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____ Signature, typed or printed name of registered agent and title if applicable.					
12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE <input type="checkbox"/> DELETE NAME ORRICK, JUDSON STREET ADDRESS 1304 GOLF TERRACE DRIVE CITY-ST-ZIP TALLAHASSEE FL 32301			1.1 TITLE <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition 1.2 NAME UGALIS, ALICE 1.3 STREET ADDRESS 3435 CORNELIA ST 1.4 CITY-ST-ZIP TALLAHASSEE, FL 32311		
TITLE <input type="checkbox"/> DELETE NAME PARKER, MARYBETH STREET ADDRESS 1712 MONTICELLO DRIVE CITY-ST-ZIP TALLAHASSEE FL 32303			2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP		
TITLE <input type="checkbox"/> DELETE NAME PARTIN, JOHN STREET ADDRESS 2909 LASSWADE DR CITY-ST-ZIP TALLA, FL 00000			3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP		
TITLE <input type="checkbox"/> DELETE NAME EUBANKS, ED STREET ADDRESS 4709 FLORERWOOD DR CITY-ST-ZIP TALLA, FL 00000			4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP		
TITLE <input checked="" type="checkbox"/> DELETE NAME MOSIER, GREG STREET ADDRESS 1612 REDWOOD DRIVE CITY-ST-ZIP TALLAHASSEE FL 32301			5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP		
TITLE <input type="checkbox"/> DELETE NAME STD SOUTHERLAND, H.P. STREET ADDRESS 1571 CLIFFORD HILL RD CITY-ST-ZIP TALLA, FL 0			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)(f), 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 617, 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: **H.P. SOUTHERLAND**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/9/99 (950) 656-2943
Date Daytime Phone #

CR2E037 (11/98)