


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

FILED

Apr 16 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **823892** (5)  
1. Corporation Name  
**AMERICAN PARTS SYSTEM INC.**

Principal Place of Business <b>15710 JFK BLVD. SUITE 700 HOUSTON TX 77032-2347 US</b>	Mailing Address <b>15710 JFK BLVD. SUITE 700 HOUSTON TX 77032-2347 US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>12/31/1969</b>	
21 Suite, Apt. #, etc.	26	4. FEI Number <b>95-2221166</b>		Applied For <input type="checkbox"/> Not Applicable	
22 City & State	27	5. Certificate of Status Desired <input type="checkbox"/>		<b>\$8.75 Additional Fee Required</b>	
23 Zip	28	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		<b>\$5.00 May Be Added to Fees</b>	
24 Country	29	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	

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	85 Zip Code
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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>P</b> <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<b>President</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>HOFFMAN, MARK S</b>	1.2 NAME	<b>Bethina Whyte</b>
STREET ADDRESS	<b>15710 JFK BLVD, STE 700</b>	1.3 STREET ADDRESS	<b>15710 JFK Blvd., Ste. 700</b>
CITY-ST-ZIP	<b>HOUSTON TX</b>	1.4 CITY-ST-ZIP	<b>Houston, TX 77032</b>
TITLE	<b>T</b> <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<b>Treasurer &amp; V.P.</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>ARONSON, ROBERT J</b>	2.2 NAME	<b>Michael C. Kearney</b>
STREET ADDRESS	<b>15710 JFK BLVD., SUITE 700</b>	2.3 STREET ADDRESS	<b>15710 JFK Blvd., Ste. 700</b>
CITY-ST-ZIP	<b>HOUSTON TX</b>	2.4 CITY-ST-ZIP	<b>Houston, TX 77032</b>
TITLE	<b>VPS</b> <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>LAUVER, E EUGENE</b>	3.2 NAME	
STREET ADDRESS	<b>15710 JFK BLVD., SUITE 1625</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	3.4 CITY-ST-ZIP	
TITLE	<b>SVP</b> <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>PRESTON, MICHAEL L.</b>	4.2 NAME	
STREET ADDRESS	<b>15710 JFK BLVD., STE. 1625</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	4.4 CITY-ST-ZIP	
TITLE	<b>VPC</b> <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HENDRIX, JOHN L.</b>	5.2 NAME	
STREET ADDRESS	<b>15710 JFK BLVD., SUITE 700</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	5.4 CITY-ST-ZIP	
TITLE	<b>SVP</b> <input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>BARBEAU, DAVID C.</b>	6.2 NAME	
STREET ADDRESS	<b>15710 JFK BLVD., STE. 1625</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	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, or on an attachment with an address.

SIGNATURE:

*[Signature]*

Michael C. Kearney

4/6/98

CR2E034 (10/97)