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PROFIT CORPORATION ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 823978 1. Corporation Name A.P.S., INC. OF FLORIDA			
Principal Place of Business 15710 JFK BLVD. SUITE 700 HOUSTON TX 77032-2347 US		Mailing Address 15710 JFK BLVD. SUITE 700 HOUSTON TX 77032-2347 US	
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	
9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 PINE ISLAND RD 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 FL 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 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE			
12. OFFICERS AND DIRECTORS TITLE VPT DELETE NAME KEARNEY, MICHAEL C. STREET ADDRESS 15710 JFK BLVD, SUITE 700 CITY-ST-ZIP HOUSTON TX 77032 TITLE VPS DELETE NAME LAUVER, E EUGENE STREET ADDRESS 15710 JFK BLVD., SUITE 700 CITY-ST-ZIP HOUSTON TX TITLE VP DELETE NAME PRESTON, MICHAEL L STREET ADDRESS 15710 JFK BLVD., SUITE 700 CITY-ST-ZIP HOUSTON TX TITLE VPA DELETE NAME DUBILIER, MICHAEL J STREET ADDRESS 126 EAST 56TH ST. CITY-ST-ZIP NEW YORK NY TITLE D DELETE NAME BARRY, THEODORE STREET ADDRESS 126 E 56TH ST CITY-ST-ZIP NEW YORK NY TITLE D DELETE NAME DUBILIER, MICHAEL J STREET ADDRESS 126 E 56TH ST CITY-ST-ZIP NEW YORK NY			
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE P 1.2 NAME Bettina Whyte 1.3 STREET ADDRESS 15710 JFK BLVD, Suite 700 1.4 CITY-ST-ZIP Houston Tx. 77032 2.1 TITLE S 2.2 NAME DAIC HANBORN 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 CFO 4.2 NAME Becky Ruff 4.3 STREET ADDRESS 15710 JFK BLVD suite 700 4.4 CITY-ST-ZIP Houston Tx 77032 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			

SIGNATURE:

[Signature]
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/27/99
Date

713-501-1279
Daytime Phone #

CR2E034 (11/98)

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