FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

PROFIT CORPORATION ANNUAL REPORT 1997

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

FILED
Jun 13 1997 8:00am
Secretary of State

DOCUMENT # 832631

1. Corporation Name
PSG Professional Services Group, Inc.

Principal Place of Business / Mailing Address Same
14950 Heathrow Forest Parkway, Suite 200
Houston, TX 77032

3. Date Incorporated or Qualified: 07/02/1974
3a. Date of Last Report: 4/18/96

2. Principal Place of Business
21
Suite, Apt #, etc.
22
City & State
23
Zip
24
Country
25

2a. Mailing Address
26
Suite, Apt. #, etc.
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City & State
28
Zip
29
Country
30

4. FEI Number: 41-0644191 ☐ 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

9. Name and Address of Current Registered Agent

The Prentice Hall Corp. System, Inc
1201 Hays Street
Suite 105
Tallahassee, FL 32301

10. Name and Address of New Registered Agent

81 Name: CT Corporation System
82 Street Address (P.O. Box Number is Not Acceptable): 1200 S. Pine Island Rd.
83
84 City: Plantation **FL** 85 Zip Code: 33324

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	President / CEO	☐ DELETE
NAME	Patrick L. McMahon	
STREET ADDRESS	14950 Heathrow Forest PKwy, Ste 200	
CITY-ST-ZIP	Houston, TX 77032	
TITLE	Sr. Vice President / CFO	☐ DELETE
NAME	Kent S. Richardson	
STREET ADDRESS	14950 Heathrow Forest PKwy Ste 200	
CITY-ST-ZIP	Houston, TX 77032	
TITLE	Vice President / Secretary	☐ DELETE
NAME	David L. McEwing	
STREET ADDRESS	14950 Heathrow Forest PKwy, Ste 200	
CITY-ST-ZIP	Houston, TX 77032	
TITLE	Vice President	☐ DELETE
NAME	Robert C. Black	
STREET ADDRESS	14950 Heathrow Forest PKwy, Ste 200	
CITY-ST-ZIP	Houston, TX 77032	
TITLE	Vice President	☐ DELETE
NAME	Donald H Graham	
STREET ADDRESS	14950 Heathrow Forest PKwy, Ste 200	
CITY-ST-ZIP	Houston, TX 77032	
TITLE	Treasurer	☐ DELETE
NAME	Joseph Vidal	
STREET ADDRESS	U.S. Highway 22 West	
CITY-ST-ZIP	Branchburg, NJ 08876	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE		☐ Change ☐ Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		☐ Change ☐ Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		☐ Change ☐ Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		☐ Change ☐ Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		☐ Change ☐ Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		☐ Change ☐ Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

6-13-97

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--06/16/97--01026--016
***165.00

CR2E034 (9/96)

14. I do 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: ______________ 4/30/97 (281) 449-1500