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Secretary of State

PROFIT CORPORATION ANNUAL REPORT
1997

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

DOCUMENT # **839196** **(3)**

1. Corporation Name
TITAN/VALUE EQUITIES GROUP, INC.

Principal Place of Business	Mailing Address
17852 17TH ST. SUITE 102 TUSTIN CA 92680	17852 17TH ST. SUITE 102 TUSTIN CA 92780-2142

3. Date Incorporated or Qualified: 09/28/1977
3a. Date of Last Report: 02/08/1996

2. Principal Place of Business	2a. Mailing Address
21 8001 Irvine Center Dr	26 8001 Irvine Center Dr.
Suite, Apt. #, etc. 22 Suite 710	Suite, Apt. #, etc. 27 Suite 710
City & State 23 Irvine	City & State 28 Irvine
Zip 24 92618 Country 25 OR	Zip 29 92618 Country 30 OR

4. FEI Number: 95-2847425 ☐ 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 CORPORATION SYSTEM, INC.
1201 HAYES ST.
STE. 105
TALLAHASSEE FL 32301

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 _____ DATE
Signature, type or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	~~D~~ ☒ DELETE	1.1 TITLE	D ☐ Change ☒ Addition
NAME	~~ANDERSON, PHILIP B~~	1.2 NAME	MORRISON, FRED L.
STREET ADDRESS	~~2930 GHADY FORREST LANE~~	1.3 STREET ADDRESS	25407 Marklam Lane
CITY-ST-ZIP	~~ORANGE, CA 00000~~	1.4 CITY-ST-ZIP	Salina, CA 93908
TITLE	~~ST.~~ ☐ DELETE	2.1 TITLE	S/D/V ☒ Change ☐ Addition
NAME	PAULSEN, DAROL K	2.2 NAME	
STREET ADDRESS	~~6523 E HILLSIDE DR~~	2.3 STREET ADDRESS	6224 E. Cliffway Dr.
CITY-ST-ZIP	~~ORANGE CA~~	2.4 CITY-ST-ZIP	Orange, CA 92869
TITLE	~~CFO~~ ☐ DELETE	3.1 TITLE	C / D ☒ Change ☐ Addition
NAME	KING, FRANK L	3.2 NAME	
STREET ADDRESS	11412 GERSHON PLACE	3.3 STREET ADDRESS	
CITY-ST-ZIP	SANTA ANA, CA 00000	3.4 CITY-ST-ZIP	
TITLE	~~VPC~~ ☒ DELETE	4.1 TITLE	P/ ☐ Change ☒ Addition
NAME	~~FITZPATRICK, GREGORY D.~~	4.2 NAME	MCGINNIS, STEVEN K.
STREET ADDRESS	~~11256 PENANOVA STREET~~	4.3 STREET ADDRESS	One Nidden
CITY-ST-ZIP	~~SAN DIEGO CA~~	4.4 CITY-ST-ZIP	Irvine , CA 92612
TITLE	OP ☐ DELETE	5.1 TITLE	☐ Change ☐ Addition
NAME	KING, MICHAEL	5.2 NAME	
STREET ADDRESS	5201 VILLAGE GREEN	5.3 STREET ADDRESS	
CITY-ST-ZIP	LOS ANGELES CA	5.4 CITY-ST-ZIP	
TITLE	☐ DELETE	6.1 TITLE	T ☐ Change ☒ Addition
NAME		6.2 NAME	EDWARDS, DON K.
STREET ADDRESS		6.3 STREET ADDRESS	2030 E. Santa Clara B-4
CITY-ST-ZIP		6.4 CITY-ST-ZIP	Santa Ana CA 92701

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: _____ DAROL K. PAULSEN Executive VP/ DIR 3-17-97 714 453-4994
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

0506430