

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



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

APPROVED
AND
FILED

95 APR 17 PM 1:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **844726** (0)

1. Corporation Name
SMARTE CARTE, INC.

Principal Place of Business Mailing Address
4455 WHITE BEAR LAKE MN 55110 US **4455 WHITE BEAR PKWY ST PAUL MN 55110 US**

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified **11/30/1979** 3a. Date of Last Report **04/20/1994**
4. FBI Number **41-0965374** 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

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

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**
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, typed or printed name of registered agent and this if applicable. (NOTE: Registered Agent signature required when resigning)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VP	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SOLBERG, CONRAD J.	1.2 NAME	<i>See attached schedule</i>
STREET ADDRESS	5357 W. BALD EAGLE BLVD.	1.3 STREET ADDRESS	
CITY - ST - ZIP	WHITE BEAR LAKE MN	1.4 CITY - ST - ZIP	
TITLE	+	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WIEGEL, MICHAEL M.	2.2 NAME	
STREET ADDRESS	188 MEADOWWOOD LANE	2.3 STREET ADDRESS	
CITY - ST - ZIP	VADNAIS HEIGHTS MN	2.4 CITY - ST - ZIP	
TITLE	PD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MUELLNER, JAMES M	3.2 NAME	
STREET ADDRESS	1777 STILLWATER STREET	3.3 STREET ADDRESS	
CITY - ST - ZIP	WHITE BEAR LAKE, MN00000	3.4 CITY - ST - ZIP	
TITLE	S	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEWANDOWSKI, MARK S.	4.2 NAME	
STREET ADDRESS	2480 E COUNTY RD F	4.3 STREET ADDRESS	
CITY - ST - ZIP	WHITE BEAR LAKE MN	4.4 CITY - ST - ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MUELLNER, MARILYN L.	5.2 NAME	
STREET ADDRESS	2448 E COUNTY RD F	5.3 STREET ADDRESS	
CITY - ST - ZIP	WHITE BEAR LAKE MN	5.4 CITY - ST - ZIP	
TITLE	D	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ODOM, ROBERT J.	6.2 NAME	
STREET ADDRESS	2515 MANTOU ISLAND	6.3 STREET ADDRESS	
CITY - ST - ZIP	WHITE BEAR LAKE MN	6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(k), 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]* V. P. (012) 429-3614
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date (Required)

844726

CORPORATE OFFICERS & DIRECTORS

Smarte Carte, Inc.
 4455 White Bear Parkway
 St. Paul, MN 55110-7641
 (612) 429-3614

Federal ID # 41-0965374

1/25/95

NAME	ADDRESS AND PHONE#	TITLE	DIRECTOR
Grant McLennan 365-44-6505	4455 White Bear Parkway White Bear Lake, MN 55110 (612) 429-3614	Chairman & CEO	YES
Conrad J. Solberg 504-24-9033	5357 W. Bald Eagle Blvd. White Bear Lake, MN 55110 (612) 429-0296	President, COO & Assistant Secretary	YES
Garret S. Roosma 153-46-6167	12175 Upper Heather Ave. N. Hugo, MN 55038 (612)426-9987	Sr. Vice President, CFO, Treasurer & Secretary	NO
Brad G. Stanius 475-50-2217	4160 Myrle Ave. White Bear Lake, MN 55110 (612)486-2914	Sr. Vice President & Assistant Secretary	NO
Eugene Pastien 468-60-6752	9180 Justen Trail Stillwater, MN 55082 (612)426-2886	Vice President	NO