

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

FILED
Apr 27 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 851779 (9)
1. Corporation Name
MAIL BOXES ETC. USA, INC.



Principal Place of Business 8080 CORNERSTONE COURT WEST SAN DIEGO CA 92121-3795	Mailing Address 8080 CORNERSTONE COURT WEST SAN DIEGO CA 92121-3795
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 02/05/1982	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 95-3581095	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	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 C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD 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 reinstalling)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C DOOLING, MICHAEL 427 SOUTH MARENGO AVE. PASADENA CA 91101	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VC DESIO, ANTHONY W 6080 CORNERSTONE COURT WEST SAN DIEGO CA 92121-3795	1.2 NAME	See Attachment
STREET ADDRESS	CA KELLY, JAMES F 1020 19TH STREET NW SUITE 800 WASHINGTON DC 20036	1.3 STREET ADDRESS	
CITY-ST-ZIP	D DESIO, ROBERT J 6080 CORNERSTONE COURT WEST SAN DIEGO CA 92121-3795	1.4 CITY-ST-ZIP	
	D LAMARCHE, DANIEL L 8447 MIRAMAR MALL, SUITE A SAN DIEGO CA 92121	2.1 TITLE	
	D JOEL ROSSMAN 55 GLENLAKE PARKWAY, NE ATLANTA GA	2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		2.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		3.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		3.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		4.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		4.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		5.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		5.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		6.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		6.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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: *Bruce M. Rosenberg* 3/26/98 (619)455-8800

CR2E034 (10/97)



MAIL BOXES ETC.

BOARD OF DIRECTORS OF MAIL BOXES ETC.

Timothy J. Flynn
President
U.S. Office Products Company
1025 Thomas Jefferson Street, NW, Suite 600 East
Washington, DC 20007
PHONE: 202/339-6700

Mark D. Director
Executive Vice President and General Counsel
U.S. Office Products Company
1025 Thomas Jefferson Street, NW, Suite 600 East
Washington, DC 20007
PHONE: 202/339-6700

James H. Amos, Jr.
President and Chief Executive Officer
Mail Boxes Etc.
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8996



MAIL BOXES ETC.

OFFICERS OF MAIL BOXES ETC.

James H. Amos, Jr.
President and Chief Executive Officer
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8996

David M. Bennett
Chief Operating Officer
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8944

Thomas K. Herskowitz
Executive Vice President
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8964

Gary S. Grahm
Sr. Vice President, Finance and
Administration, CFO
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8922

Bruce M. Rosenberg
Vice President, General Counsel
and Secretary
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8904

Marie L. Zeller
Vice President, Operations
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8555

Don Higginson
Vice President, Franchise Relations
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8903

John W. Cantwell
Vice President, Marketing
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8937

Kenneth Ross
Vice President, Sales
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/623-1700

Peter D. Holt
Vice President, International
6060 Cornerstone Court West
San Diego, CA 92121
PHONE: 619/455-8955