

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

FILED
Apr 14 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 # F92000000133 (0)
1. Corporation Name
THE MAINLAND COMPANY, INC., A CALIFORNIA CORPORATION



Principal Place of Business
2911 DOW AVE
TUSTIN CA 92680

Mailing Address
2911 DOW AVE
TUSTIN CA 92680

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 11/06/1992	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 95-3679284	
22	City & State	27	City & State	5. Certificate of Status Desired <input 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent MODER, STEVE 12542 STATE ROAD 535 ORLANDO FL 32836				10. Name and Address of New Registered Agent	
81	Name	Randy Yeager			
82	Street Address (P.O. Box Numbers Not Acceptable)	12542 State Road 535			
83					
84	City	Orlando	85	Zip Code	FL 32836

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]* DATE 2-25-98
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	P	<input checked="" type="checkbox"/> DELETE		1.1 TITLE	President & CEO	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	MODER, STEVEN			1.2 NAME	Randy Yeager		
STREET ADDRESS	129 EMERALD WAY			1.3 STREET ADDRESS	2480 Irvine Blvd, #102		
CITY-ST-ZIP	LAGUNA BCH. CA			1.4 CITY-ST-ZIP	Tustin Ranch, CA 92782		
TITLE	V	<input checked="" type="checkbox"/> DELETE		2.1 TITLE	VP Finance & Operations	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	MILLER, STEVEN			2.2 NAME	Gregory Korpita		
STREET ADDRESS	24991 CRYSTAL CIRCLE			2.3 STREET ADDRESS	27492 Avanti Drive		
CITY-ST-ZIP	EL TORO CA 92630			2.4 CITY-ST-ZIP	Mission Viejo, CA 92692		
TITLE	S	<input checked="" type="checkbox"/> DELETE		3.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	SCHLICK, KAYE			3.2 NAME			
STREET ADDRESS	4871 ROYCE RD.			3.3 STREET ADDRESS			
CITY-ST-ZIP	IRVINE CA			3.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		4.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				4.2 NAME			
STREET ADDRESS				4.3 STREET ADDRESS			
CITY-ST-ZIP				4.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		5.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				5.2 NAME			
STREET ADDRESS				5.3 STREET ADDRESS			
CITY-ST-ZIP				5.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		6.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				6.2 NAME			
STREET ADDRESS				6.3 STREET ADDRESS			
CITY-ST-ZIP				6.4 CITY-ST-ZIP			

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 its 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]* DATE 2-25-98

CR2E034 (10/97)