

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

FILED  
May 13 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	--

DOCUMENT # F93000000412 (7)

1. Corporation Name

FLEMING INTERNATIONAL LTD. INC.

Principal Place of Business

6301 WATERFORD BLVD.  
OKLAHOMA CITY OK 73118

Mailing Address

P.O. BOX 26647  
OKLAHOMA CITY OK 73126  
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

01/28/1993

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24 25 29 30

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 reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP

P EPPERSON, WAYNE  
7205 N.W. 19, STE. #200  
MIAMI FL

TITLE NAME STREET ADDRESS CITY-ST-ZIP

VSD ALMOND, DAVID R  
6301 WATERFORD BLVD.  
OKLAHOMA CITY OK

TITLE NAME STREET ADDRESS CITY-ST-ZIP

VTAS THOMPSON, JOHN M  
6301 WATERFORD BLVD.  
OKLAHOMA CITY OK

TITLE NAME STREET ADDRESS CITY-ST-ZIP

V TWOMEY, KEVIN J.  
6301 WATERFORD BLVD.  
OKLAHOMA CITY OK

TITLE NAME STREET ADDRESS CITY-ST-ZIP

D LAWSON, WILLIAM M.  
6301 WATERFORD BLVD.  
OKLAHOMA CITY OK

TITLE NAME STREET ADDRESS CITY-ST-ZIP

AS WALLACE, JAMES M  
6301 WATERFORD BLVD.  
OKLAHOMA CITY OK 73118

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP

SEE SCHEDULE ATTACHED

2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP

73118

3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP

73118

4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP

73118

5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP

73118

6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

As Neumeister, Mark O.  
6301 Waterford Blvd  
Oklahoma City OK 73118

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:

Mark O. Neumeister

4/22/98 405 840 7300

CR2E034 (10/97)

**FLEMING INTERNATIONAL LTD, INC.**  
**List of Corporation Officers and Directors**

**OFFICER:**

**ADDRESS:**

Wayne Epperson  
President

7205 NW 19th, Ste #200  
Miami, Fl 33122

David R. Almond  
Vice President - Secretary

6301 Waterford Blvd  
Oklahoma City, Ok 73118

John M. Thompson  
Vice President - Treasurer &  
Assistant Secretary

6301 Waterford Blvd  
Oklahoma City, Ok 73118

Kevin J. Twomey  
Vice President

6301 Waterford Blvd  
Oklahoma City, Ok 73118

Mark O. Neumeister  
Assistant Secretary

6301 Waterford Blvd  
Oklahoma City, Ok 73118

James V. Barwick  
Assistant Secretary

6301 Waterford Blvd  
Oklahoma City, Ok 73118

**DIRECTORS:**

David R. Almond

6301 Waterford Blvd  
Oklahoma City, Ok 73118

William M. Lawson, Jr

6301 Waterford Blvd  
Oklahoma City, Ok 73118

Harry L. Winn, Jr.

6301 Waterford Blvd  
Oklahoma City, Ok 73118