

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

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # F93000002019 (8)

1. Corporation Name

MP III HOLDINGS, INC.



Principal Place of Business

6000 CINDERLANE PKWY.
ORLANDO FL 32810

Mailing Address

6000 CINDERLANE PKWY.
ORLANDO FL 32810

3. Date Incorporated or Qualified
04/29/1993

3a. Date of Last Report
04/19/1995

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

24

Country

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

29

Country

30

4. FEI Number
23-2718236

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

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
PLANTATION FL 33324

81. Name

82. Street Address (P.O. Box Number is Not Acceptable)

83.

84. City

FL

85. Zip Code

10. Name and Address of New Registered Agent

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 or director or officer)

Signature (typed or printed name of registered agent or director or officer)

DATE

12. OFFICERS AND DIRECTORS

TITLE	P	DELETE
NAME	CRAM, JOHN	
STREET ADDRESS	1180 ZEAGER RD.	
CITY - ST - ZIP	ELIZABETHTOWN PA 17022	
TITLE	VPST	DELETE
NAME	DALGLISH, BRUCE	
STREET ADDRESS	101 BRYN MAWR AVE., STE. 101	
CITY - ST - ZIP	BRYN MAWR PA 19101	
TITLE	T	DELETE
NAME	LESISKO, MICHAEL	
STREET ADDRESS	1180 ZEAGER RD.	
CITY - ST - ZIP	ELIZABETHTOWN PA 17022	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE		Change	Addition
1.2 NAME			
1.3 STREET ADDRESS			
1.4 CITY - ST - ZIP			
2.1 TITLE		Change	Addition
2.2 NAME			
2.3 STREET ADDRESS			
2.4 CITY - ST - ZIP			
3.1 TITLE	CFO	Change	Addition
3.2 NAME	SEMPELES, DAVID		
3.3 STREET ADDRESS	1180 ZEAGER RD		
3.4 CITY - ST - ZIP	ELIZABETHTOWN, PA 17022		
4.1 TITLE	EXEC. VP	Change	Addition
4.2 NAME	KANE, COLEMAN		
4.3 STREET ADDRESS	1180 ZEAGER RD		
4.4 CITY - ST - ZIP	ELIZABETHTOWN, PA 17022		
5.1 TITLE		Change	Addition
5.2 NAME			
5.3 STREET ADDRESS			
5.4 CITY - ST - ZIP			
6.1 TITLE		Change	Addition
6.2 NAME			
6.3 STREET ADDRESS			
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 119.07(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, unchanged, or on an attachment with an address.

SIGNATURE:

David A. Sempeles, CFO 07/8/96 (717)367-1555