SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998. AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # F9300005951 (9)

QUEST-TSP HOLDINGS INC.

Principal Place of Business Mailing Address 355 RIVER OAKS C/O TAX DEPT. BI WYMAN STREET WALTHAM MA 02254 SAN JOSE CA 95134 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 12/30/1993 2. Principal Place of Business 2a. Mailing Address 4. FEI Number 77-0264471 26 Sulte, Apt. #, etc. Suite, Apt. #, etc. 5. Certificate of Status Desired 22 27 City & State City & State 6. Election Campaign Financing 23 28 Trust Fund Contribution Country This corporation owes or has paid the cument year intangible Personal Property Tax due June 30. Yes No Zip Country Zip 24 25 29 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD 82 Street Address (P.O. Box Number is Not Acceptable) PLANTATION FL 33324

FILED Jul 22 1998 8:00am Secretary of State

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Applied For

\$8.75 Additional

Fee Required

\$5.00 May Be

Added to Fees

Not Applicable

84 City Zip Code 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.

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SIGNATURE Signature, typed or printed name of registered agent and tills if applicable. (NOTE: Registered Agent signature required when reinstating) DATE						
12.	OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	AS	DELETE	1.1 TITLE	SECKELARY	Change X Addition	
NAME	AGHABAIAN, ROBERT V	LL DECCTE	1.2 NAME	SANDER LAMBERT	ondigo pa received	
STREET ADDRESS	81 WYMAN STREET		1.3 STREET ADDRESS	BI WYHAN St.		
CITY-ST-ZIP	WALTHAM MA 02254		1.4 CITY-\$T-ZIP	Walthan, MA 02254		
TITLE	PD	DELETE	2.1 TITLE	TREASURER	Change X Addition	
NAME	CHAPMAN, RICHARD W.K.		2.2 NAME	Melissa F. Riordan	· ·- · · · · · · · · · · · · · ·	
STREET ADDRESS	35 5 RIVER OAKS PARKWAY		2.3 STREET ADDRESS			
CITY-ST-ZIP	SAN JOSE CA		2.4 CITY-ST-ZIP	81 Wynan St. Walthan, Ma 02254		
TITLE	V	DELETE	3.1 TITLE	Chairman	Change X Addition	
NAME	ALLREAD, TERRY	7	3.2 NAME	ERRI R. Lewis	V	
STREET ADDRESS	45757 NORTHPORT LOOP WEST		3.3 STREET ADDRESS	BERSE FORGE PARKWAY		
CITY-ST-ZIP	FREMONT CA 94537		3.4 CITY-ST-ZIP	FRANKLING MR 02028		
TITLE	V	DELETE	4.1 TITLE	Assistant Secretary	Change Addition	
NAME	HATSOPOULOS, JOHN N		4.2 NAME	Seth Hoograian	j	
STREET ADDRESS	81 WYMAN STREET		4.3 STREET ADDRESS	81 WYMAN St.		
CITY-ST-ZIP	WALTHAM MA 02254		4.4 CITY-ST-ZIP	Waltham. MR OBBSH		
TITLE	A	DELETE	5.1 TITLE	Assistant Secretary	Change X Addition	
NAME	OPRIS, CORNEL I.	, ,	5.2 NAME	Paul F. Kellcher	•	
STREET ADDRESS	36§1 INTERSTATE PARK ROAD, NORTH		5.3 STREET ADDRESS	BI WYMAN St.		
CITY-ST-ZIP	RIVIERA BEACH FL		5.4 CITY-ST-ZIP	WRITHAM, MR 02254		
TITLE	V -	DELETE	6.1 TITLE	Assistant TREASURCE	Change X Addition	
NAME	KENNY, HERBERT	F -	6.2 NAME	Kenneth J. Apicerno	•	
STREET ADORESS	3661 INTERSTATE PARK ROAD, NORTH		6.3 STREET ADDRESS	BI WYMAN St.		
CITY-ST-ZIP	RIVIERA BEACH FL 33419		6.4 CITY-ST-ZIP	Waltham, MR 02254		

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. Walthami NH DAUST

Joly 2, 1998 (181)622-1000 SIGNATURE ROBECHIOLINAMINA BAHIRY