

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

PROFIT CORPORATION
ANNUAL REPORT
1996



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

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DOCUMENT # **F94000002620 (2)**

1. Corporation Name
METRIC HOLDINGS, INC.



Principal Place of Business Mailing Address
**1 CALIFORNIA STREET
SUITE 1400
SAN FRANCISCO CA 94111-5415
US** **1 CALIFORNIA STREET
SUITE 1400
SAN FRANCISCO CA 94111-5415
US**

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt #, etc. 26 Suite, Apt #, etc.
22 City & State 27 City & State
23 Zip 28 Zip 30 Country
24 25 Country 29

3. Date Incorporated or Qualified 3a. Date of Last Report
05/19/1994 **04/12/1995**
4. FLL Number Applied For
22-2870233 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
10. Name and Address of New Registered Agent

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
PLANTATION FL 32324**

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 607.0602 and 607.1504, Florida Statutes, I, the above named corporation submit 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, the undersigned, am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PDC	<input type="checkbox"/> DELETE
NAME	VERNI, RALPH F	
STREET ADDRESS	ONE FINANCIAL CENTER, 31ST FLOOR	
CITY-ST-ZIP	BOSTON MA	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	ARCHIBALD, CARROLL H	
STREET ADDRESS	1 CALIFORNIA STREET, SUITE 1400	
CITY-ST-ZIP	SAN FRANCISCO CA	
TITLE	EVGC	<input type="checkbox"/> DELETE
NAME	HOWERTON, HERMAN H	
STREET ADDRESS	1 CALIFORNIA STREET, SUITE 1400	
CITY-ST-ZIP	SAN FRANCISCO CA	
TITLE	EVT	<input type="checkbox"/> DELETE
NAME	GIUSTI, MARGOT M	
STREET ADDRESS	1 CALIFORNIA STREET, SUITE 1400	
CITY-ST-ZIP	SAN FRANCISCO CA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	MAUS, GERARD P	
STREET ADDRESS	1 FINANCIAL CENTER, 30TH FLOOR	
CITY-ST-ZIP	BOSTON MA 02111	
TITLE	SV	<input type="checkbox"/> DELETE
NAME	SYMONDS, JOHN R	
STREET ADDRESS	1 CALIFORNIA STREET SUITE 1400	
CITY-ST-ZIP	SAN FRANCISCO CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	
13 STREET ADDRESS	
14 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
21 TITLE	
22 NAME	
23 STREET ADDRESS	
24 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
31 TITLE	EVSG
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
41 TITLE	EVCF
42 NAME	
43 STREET ADDRESS	
44 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
51 TITLE	
52 NAME	
53 STREET ADDRESS	
54 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
61 TITLE	
62 NAME	
63 STREET ADDRESS	
64 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 supplementary 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: *Herman H. Howerton*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Herman H. Howerton

Date of Filing: **04/03/96**
Office Phone #: **415/678-2000**

CR2E034 (12/95)

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Attachment to the 1996 Corporation Annual Report for Metric Holdings, Inc.

12. List of Officers (cont'd.)

AV

Steven J. Brash
One Madison Avenue
New York NY

AV

Leo R. Brown
One Madison Avenue
New York NY