SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: $225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: $375.)

PROFIT CORPORATION ANNUAL REPORT

1996

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

FILED
Aug 08 1996 8:00 am
Secretary of State

DOCUMENT # F94000003421 (4)

1. Corporation Name

Matrix Financial Services Corporation

Principal Place of Business

201 W. Coolidge St #100
Phoenix, Az 85013

Mailing Address

201 W. Coolidge St #100
Phoenix, Az 85013

2. Principal Place of Business
21
Suite, Apt. # or
22
City & State
23
Zip
24
County
25

2a. Mailing Address
26
Suite, Apt. # etc.
27
City & State
28
Zip
29
County
30

3. Date Incorporated or Qualified: 6/29/94

3a. Date of Last Report

4. FEI Number: 35-1560092

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 [XX] No

9. Name and Address of Current Registered Agent

CT Corporation System
1200 S. Pine Island Rd.
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 Section 607.1622 (2) 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. The changes were 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

12. OFFICER/DIRECTOR(S)

TITLE	President/DIrector
NAME	Gibson, Guy A.
STREET ADDRESS	1380 Lawrence St Suite 1410
CITY-ST-ZIP	Denver, CO 80204
TITLE	EVP, COO, CFO, Director
NAME	Osselaer, Thomas J.
STREET ADDRESS	201 W. Coolidge St. #100
CITY-ST-ZIP	Phoenix, Az 85013
TITLE	Director
NAME	Schmitz, Richard V.
STREET ADDRESS	1380 Lawrence St #1410
CITY-ST-ZIP	Denver, CO 80204
TITLE	Director
NAME	Spencer, D. Mark
STREET ADDRESS	1380 Lawrence St #1410
CITY-ST-ZIP	Denver, CO 80204
TITLE	Director
NAME	Kloos, David
STREET ADDRESS	1380 Lawrence St #1410
CITY-ST-ZIP	Denver, CO 80204

13. ADDITIONS/CHANGES TO OFFICERS AND/OR DIRECTORS (IF ANY)

600001917126
-08/08/96--01099--009
***225.00

14. [illegible]

SIGNATURE: [signature]

SIGNATURE REQUIRED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Thomas J. Osselaer

8/6/96

800-243-6372

CR2E034 (3/96)