

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
May 09 1997 8:00am
Secretary of State

DOCUMENT # F94000004185 (4)

1. Corporation Name

PANDA-KATHLEEN CORPORATION

Principal Place of Business

SUITE 1001
4100 SPRING VALLEY
DALLAS TX 75244

Mailing Address

SUITE 1001
4100 SPRING VALLEY
DALLAS TX 75244-3646

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24 25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29 30

3. Date Incorporated or Qualified

08/12/1994

3a. Date of Last Report

05/01/1996

4. FEI Number

75-2493470

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 ROAD
PLANTATION FL 33323

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 re-appointing)

DATE

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY- ST- ZIP

PC
CARTER, ROBERT W
4100 SPRING VALLEY, SUITE 1001
DALLAS TX 75244

TITLE NAME STREET ADDRESS CITY- ST- ZIP

VST
CARTER, JANICE
4100 SPRING VALLEY, SUITE 1001
DALLAS TX 75244

TITLE NAME STREET ADDRESS CITY- ST- ZIP

V
URBAN, BRYAN J
4100 SPRING VALLEY, SUITE 1001
DALLAS TX 75244

TITLE NAME STREET ADDRESS CITY- ST- ZIP

V
LINDLOFF, DAROL
4100 SPRING VALLEY, SUITE 1001
DALLAS TX 75244

TITLE NAME STREET ADDRESS CITY- ST- ZIP

V
KILLIAN, RALPH T
4100 SPRING VALLEY, SUITE 1001
DALLAS TX 75244

TITLE NAME STREET ADDRESS CITY- ST- ZIP

VGC
NORDLUND, WILLIAM C
4100 SPRING VALLEY, SUITE 1001
DALLAS TX 75244

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

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

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

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

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

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

14. I do 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.

CR2E034 (9/96)