

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

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Apr 02 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **F94000004228 (2)**

1. Corporation Name  
**MERLIN EXPRESS, INC.**

Principal Place of Business <b>P.O. BOX 780490 SAN ANTONIO TX 78279-0490</b>	Mailing Address <b>P.O. BOX 780490 SAN ANTONIO TX 78279-0490</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>08/16/1994</b>	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number <b>74-2284689</b>	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>	
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYS ST., STE. 105  
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>C</b>	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>ALBERT, CARL</b>	1.2 NAME	
STREET ADDRESS	<b>10823 NE ENTRANCE</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78216</b>	1.4 CITY-ST-ZIP	
TITLE	<b>D</b>	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>ATKIN, RALPH</b>	2.2 NAME	<b>JAMES A. ROBINSON</b>
STREET ADDRESS	<b>10823 NE ENTRANCE</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78216</b>	2.4 CITY-ST-ZIP	
TITLE	<b>D</b>	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HANSON, ROBERT E</b>	3.2 NAME	<b>ROLAND P. DILDA</b>
STREET ADDRESS	<b>10823 NE ENTRANCE</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78216</b>	3.4 CITY-ST-ZIP	
TITLE	<b>T</b>	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>GROSE, DAVID T</b>	4.2 NAME	<b>SCOTT A. SCHAW</b>
STREET ADDRESS	<b>10823 NE ENTRANCE</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN ANTONIO TX</b>	4.4 CITY-ST-ZIP	
TITLE	<b>P</b>	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>STOLTZ, RON</b>	5.2 NAME	<b>MICHAEL D. YOCUM</b>
STREET ADDRESS	<b>10823 NE ENTRANCE</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78216</b>	5.4 CITY-ST-ZIP	
TITLE	<b>V</b>	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>CHAMPNEY, KIM</b>	6.2 NAME	<b>RONALD F. TODD</b>
STREET ADDRESS	<b>10823 NE ENTRANCE</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>SAN ANTONIO TX 78216</b>	6.4 CITY-ST-ZIP	

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.

SIGNATURE: \_\_\_\_\_ 3/20/98 6108249421 x 7563

CR2E034 (10/97)