

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

FILED
May 11 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	---

DOCUMENT # F94000006583 (8)
 1. Corporation Name
PANORAMIC LAND, INC.



Principal Place of Business P O BOX 199000 DALLAS TX 75219 US	Mailing Address P O BOX 199000 DALLAS TX 75219 US
---	---

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 2728 N. Harwood St. Suite, Apt. #, etc. 22 City & State 23 Dallas, TX Zip 24 75201		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29		3. Date Incorporated or Qualified 12/23/1994	
4. FEI Number 75-1298388		Applied For <input type="checkbox"/> Not Applicable		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees		8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

9. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525				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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	QUINN, DAVID W	1.2 NAME	
STREET ADDRESS	2728 N HARWOOD ST	1.3 STREET ADDRESS	Dallas, TX 75201
CITY-ST-ZIP	DALLAS TX	1.4 CITY-ST-ZIP	
TITLE	EV <input type="checkbox"/> DELETE	2.1 TITLE	EV/COO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	EMERY, F. CHARLES	2.2 NAME	
STREET ADDRESS	2728 N HARWOOD ST	2.3 STREET ADDRESS	Dallas, TX 75201
CITY-ST-ZIP	DALLAS TX	2.4 CITY-ST-ZIP	
TITLE	PD <input type="checkbox"/> DELETE	3.1 TITLE	PD/CEO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DECKER, RICHARD C	3.2 NAME	
STREET ADDRESS	2728 N HARWOOD ST	3.3 STREET ADDRESS	Dallas, TX 75201
CITY-ST-ZIP	DALLAS TX	3.4 CITY-ST-ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE	4.1 TITLE	AV <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	HARVEY, RICHARD C	4.2 NAME	Jeff A. Mason
STREET ADDRESS	2728 N HARWOOD ST	4.3 STREET ADDRESS	2728 N. Harwood St.
CITY-ST-ZIP	DALLAS TX	4.4 CITY-ST-ZIP	Dallas, TX 75201
TITLE	S <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMERGE, RAYMOND G	5.2 NAME	
STREET ADDRESS	2728 N HARWOOD ST	5.3 STREET ADDRESS	Dallas, TX 75201
CITY-ST-ZIP	DALLAS TX	5.4 CITY-ST-ZIP	
TITLE	VT <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PINSON, KIMBERLY A	6.2 NAME	
STREET ADDRESS	2728 N HARWOOD ST	6.3 STREET ADDRESS	Dallas, TX 75201
CITY-ST-ZIP	DALLAS TX	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 _____

CR2E034 (10/97)