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Secretary of State

03-01-1999 90244 019 ***150.00

PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **F95000000590**

1. Corporation Name
CASM, INC.

Principal Place of Business
**5520 TECH CENTER DRIVE
 COLORADO SPRINGS FL 80919
 US**

Mailing Address
**5520 TECH CENTER CR
 COLORADO SPRINGS CO 80919
 US**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

23 City & State

27 City & State

24 Zip 25 Country

29 Zip 30 Country

3. Date Incorporated or Qualified

02/03/1995

4. FEI Number

92-0134879

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 owes the current year Intangible
 Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
 1201 HAYS ST.
 SUITE 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 **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 reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE DELETE
 NAME **P**
BILLS, ROBERT P
 STREET ADDRESS **1120 POINT OF THE PINES DR.**
 CITY-ST-ZIP **COLORADO SPRINGS CO 80919**

TITLE DELETE
 NAME **SVP**
THOMS, KEVIN E
 STREET ADDRESS **14915 GLENN EAGLE DRIVE**
 CITY-ST-ZIP **COLORADO SPRINGS CO 80921**

TITLE DELETE
 NAME **SVP**
MEYERS, ROBERT
 STREET ADDRESS **287 REGULUS AVENUE**
 CITY-ST-ZIP **LOMPOC CA 93436**

TITLE DELETE
 NAME **V**
DQAN, RODNEY-E
 STREET ADDRESS **1145 ALLEGHENY DR.**
 CITY-ST-ZIP **COLORADO SPRINGS CO 80919**

TITLE DELETE
 NAME **D**
MERCULIEF, BORIS
 STREET ADDRESS **POST OFFICE BOX 954**
 CITY-ST-ZIP **ST GEORGE ISLAND AK 99507**

TITLE DELETE
 NAME **D**
~~**ARTERBURN, WILLIAM**~~
 STREET ADDRESS ~~**POST OFFICE BOX 1117**~~
 CITY-ST-ZIP ~~**WASILLA AK 99660**~~

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

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

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

4.1 TITLE Change Addition
 4.2 NAME **Executive Vice President**
Leed, Daryl
 4.3 STREET ADDRESS **4415 Stonehave Drive**
 4.4 CITY-ST-ZIP **Colorado Springs, CO 80906**

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

6.1 TITLE Change Addition
 6.2 NAME **Chairman of the Board**
Philemonof, Ron
 6.3 STREET ADDRESS **3900 Caravelle Drive**
 6.4 CITY-ST-ZIP **Anchorage, AK 99502**

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, with all other like empowered.

SIGNATURE:

Kevin E. Thomas
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/18/99 **719.531.9090**
 Date Daytime Phone #

CR2E034 (1/198)