

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

FILED
Apr 15 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 # F95000002050 (1)

1. Corporation Name
XYBION CORPORATION

Principal Place of Business
240 CEDAR KNOLLS RD.
CEDAR KNOLLS NJ 07827-1698

Mailing Address
240 CEDAR KNOLLS RD.
CEDAR KNOLLS NJ 07827-1698



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		04/27/1995	
22 City & State		27 City & State		4. FEI Number	
23 Zip		28 Zip		22-2066459	
24 Country		29 Country		5. Certificate of Status Desired <input checked="" 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

PENTON, ALVIN
AIRPORT BUSINESS CENTER
4700 140TH AVE. N., SUITE 208
CLEARWATER FL 34622

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 NOT REQUIRED

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CP	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FROST, PAUL A	1.2 NAME	
STREET ADDRESS	12 CARSWELL COURT	1.3 STREET ADDRESS	
CITY - ST - ZIP	BASKING RIDGE NJ 07820	1.4 CITY - ST - ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FROST, DAVID R	2.2 NAME	
STREET ADDRESS	10385 EL CAPITAN REAL ROAD	2.3 STREET ADDRESS	
CITY - ST - ZIP	EL CAJON CA 92021	2.4 CITY - ST - ZIP	
TITLE	D	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HOUK, VICTOR	3.2 NAME	Director
STREET ADDRESS	4297 CARPINTERIA AVE., UNIT #11	3.3 STREET ADDRESS	HOUK, VICTOR
CITY - ST - ZIP	CARPINTERIA CA	3.4 CITY - ST - ZIP	4599 CAMINO DEL MIRASOL
TITLE	VP	4.1 TITLE	SANTA BARBARA, CA 93110
NAME	NEGLIA, DAVID M	4.2 NAME	EXECUTIVE VICE PRESIDENT
STREET ADDRESS	17849 AGUAMIEL ROAD	4.3 STREET ADDRESS	NEGLIA, DAVID M.
CITY - ST - ZIP	SAN DIEGO CA	4.4 CITY - ST - ZIP	7 JOHN DRIVE
TITLE	S	5.1 TITLE	ANNADALE, N.J. 08801
NAME	MINK, FRAN	5.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	39 LAFAYETTE ST.	5.3 STREET ADDRESS	
CITY - ST - ZIP	WHARTON NJ 07885	5.4 CITY - ST - ZIP	
TITLE	CFOT	6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	PORFANO, STEVEN L	6.2 NAME	
STREET ADDRESS	9 BOEHM DR	6.3 STREET ADDRESS	
CITY - ST - ZIP	LEBANON NJ	6.4 CITY - ST - ZIP	LEBANON, N.J. 08833

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: Fran Mink, Corporate Secretary 8Apr98 (973) 538-5111

CR2E034 (10/97)