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Apr 11 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F9600001279 (6)
 1. Corporation Name
ILLGEN SIMULATION TECHNOLOGIES, INC.

Principal Place of Business 130 ROBIN HILL ROAD, SUITE 200 GOLETA CA 93117	Mailing Address 130 ROBIN HILL ROAD, SUITE 200 GOLETA CA 93117-3153
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 03/13/1996	3a. Date of Last Report
4. FEI Number 77-0178186	Applied For Not Applicable
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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent
WINGET, CHARLES E
RESEARCH COMMONS OFFICE BLDG.
12249 SCIENCE DR., CTR FL RES PK
ORLANDO FL

10. Name and Address of New Registered Agent
 81 Name ~~CLAVETTE, WALTER~~ **Irwin Hudson**
 82 Street Address (P.O. Box Number is Not Acceptable)
RESEARCH COMMONS OFFICE BLDG
12249 SCIENCE DR, STE 200
 83 City
ORLANDO
 84 State
FL
 85 Zip Code
32826

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]* DATE: **4/10/97**

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CP ILLGEN, JOHN D 130 ROBIN HILL ROAD, SUITE 200 GOLETA CA 93117	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	D GOLOMB, SOLOMON UNIVERSITY OF SOUTHERN CALIFORNIA ELECTRICAL ENGINEERING BLDG Room 504A LOS ANGELES CA 90089-2565
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D GANTT, JARVIS 13117 HUMPHREY ST. AUSTIN TX 78720	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D HANISEE, ROBERT 865 S. FIGUEROA ST. LOS ANGELES CA 90017	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D ROBERTS, LARRY 3000 SAND HILL RD., BLDG. ONE, STE. 170 MENLO PARK CA 94025	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V MANDRELL, MARK I 130 ROBIN HILL ROAD, SUITE 200 GOLETA CA 93117	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	V/T ROBERTSON, WILLIAM A. 130 ROBIN HILL ROAD, SUITE 200 GOLETA, CA 93117
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S DOBLER, LORE L 130 ROBIN HILL ROAD, SUITE 200 GOLETA CA 93117	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	S/V GLEDHILL, DAVID W 130 ROBIN HILL ROAD, SUITE 200 GOLETA CA 93117

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.

SIGNATURE: *[Signature]* DATE: **2/14/97** (805) 962-2533 x211

CR2E034 (9/96)