

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
Aug 14 1997 8:00am
Secretary of State

DOCUMENT # F96000005038 (2)

1. Corporation Name
VIRTUAL EYES, INCORPORATED

Principal Place of Business

12530 128TH LANE NE
KIRKLAND WA 98034-7720

Mailing Address

12530 128TH LANE NE
KIRKLAND WA 98034-7720

3. Date Incorporated or Qualified 10/01/1996
3a. Date of Last Report

2. Principal Place of Business

2a. Mailing Address

21. Suite, Apt., etc.

26. Suite, Apt., etc.

22. City & State

27. City & State

23. Zip

Country

28. Zip

Country

4. FEI Number

91-1659131

Applied For
Not Applied For

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election to Waive Filing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

81. Name

82. Street Address (P.O. Box Number is Not Accepted)

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

Kevin M. Kelly KEVIN M. KELLY

Signature typed or printed name of registered agent and filed in application

NOTE: Registered agent signature required when resubmitted

DATE

12. OFFICERS AND DIRECTORS

TITLE	PTD	DELETE
NAME	LINFORD, RAY	
STREET ADDRESS	12530 128TH LANE NE	
CITY-ST-ZIP	KIRKLAND WA 98034-7720	
TITLE	VSD	DELETE
NAME	HUIH, CRAIG	
STREET ADDRESS	12530 128TH LANE NE	
CITY-ST-ZIP	KIRKLAND WA 98034-7720	
TITLE	D	DELETE
NAME	BUTLER, JERRY	
STREET ADDRESS	12530 128TH LANE NE	
CITY-ST-ZIP	KIRKLAND WA 98034-7720	
TITLE	D	DELETE
NAME	PALMER, JAMES K	
STREET ADDRESS	12530 128TH LANE NE	
CITY-ST-ZIP	KIRKLAND WA 98034-7720	
TITLE	D	DELETE
NAME	PRENTICE, ARLEN I	
STREET ADDRESS	12530 128TH LANE NE	
CITY-ST-ZIP	KIRKLAND WA 98034-7720	
TITLE	D	DELETE
NAME	FORMAN, BARRY	
STREET ADDRESS	12530 128TH LANE NE	
CITY-ST-ZIP	KIRKLAND WA 98034-7720	

13. ADDITIONS CHANGES TO OFFICERS AND DIRECTORS

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	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
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	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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***550.00

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.073(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

Kevin M. Kelly KEVIN M. KELLY

CR2E034 (9/96)