

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

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**Apr 13 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F97000003432 (8)
 1. Corporation Name
FRAUNHOFER USA, INC.



Principal Place of Business 24 FRANK LLOYD WRIGHT DR. ANN ARBOR MI 48016-0335	Mailing Address 24 FRANK LLOYD WRIGHT DR. ANN ARBOR MI 48016-0335
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country

3. Date Incorporated or Qualified 07/01/1997	
4. FEI Number 38-3203030	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 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
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	C <input type="checkbox"/> DELETE
NAME	WARNECKE, HANS-JUERGEN PROF.
STREET ADDRESS	POSTFACH 19 03 39
CITY-ST-ZIP	D-80603 MUNICH, GERMANY
TITLE	C <input type="checkbox"/> DELETE
NAME	POLTER, DIRK M DR.
STREET ADDRESS	POSTFACH 19 03 39
CITY-ST-ZIP	D-80603 MUNICH, GERMANY
TITLE	OVS <input type="checkbox"/> DELETE
NAME	TREPPE, FRANK
STREET ADDRESS	24 FRANK LLOYD WRIGHT DR.
CITY-ST-ZIP	ANN ARBOR MI 48016-0335
TITLE	D <input type="checkbox"/> DELETE
NAME	JUNG, HANS H DR.
STREET ADDRESS	POSTFACH 19 03 39
CITY-ST-ZIP	D-80603 MUNICH, GERMANY
TITLE	T <input type="checkbox"/> DELETE
NAME	JAHN, GEORG
STREET ADDRESS	24 FRANK LLOYD WRIGHT DR.
CITY-ST-ZIP	ANN ARBOR MI 48016-0335
TITLE	D <input type="checkbox"/> DELETE
NAME	RICHESON, WILLIAM E
STREET ADDRESS	400 RENAISSANCE CENTER, STE. 2600
CITY-ST-ZIP	DETROIT MI 48242

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

for a complete listing of all Directors & Officers, please refer to attached Corporation Report

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: _____ **GEORG JAHN** 1/20/98 (313) 9305510

CFR2E034 (10/97)

**Fraunhofer USA, Inc.
Corporation Report**

Directors

Board Position	Name	Address	Home Address	Expiration of Term
Chairman	Professor Dr. Hans-Juergen Warnecke	Fraunhofer-Gesellschaft Postfach 19 03 39 D-80603 Munich, Germany	Weil der Stadt D-71263 Munich Germany	9/30/98 or until successor is duly elected and qualified
Vice-Chairman	Dr. Dirk-Meints Polter	Fraunhofer-Gesellschaft Postfach 19 03 39 D-80603 Munich, Germany	Pfegerstrasse 28 D-81247 Munich Germany	9/30/98 or until successor is duly elected and qualified
Secretary	Mr. Frank Treppe 385-17-3904	Fraunhofer USA, Inc. 24 Frank Lloyd Wright Dr. Ann Arbor, MI 48016-0335	3128 Kilburn Park Circle Ann Arbor, MI 48105	9/30/98 or until successor is duly elected and qualified
Member	Dr. Hans H. Jung 220-47-0572	Fraunhofer-Gesellschaft Postfach 19 03 39 D-80603 Munich, Germany	D-85221 Dachau Germany	9/30/98 or until successor is duly elected and qualified
Member	Mr. William E. Richeson	First of America Bank Corp. 400 Renaissance Center, Suite 2600 Detroit, MI 48243	Farmington Hills, MI	9/30/98 or until successor is duly elected and qualified
Member	Dr. Bryan L. McKinney	Johnson Controls, Inc. 1701 West Civic Dr., A37 P.O. Box 591 Milwaukee, WI 53201-0591	Milwaukee, WI	9/30/98 or until successor is duly elected and qualified

Fraunhofer USA, Inc.
Corporation Report

Officers

Officer	Name	Address	Home Address	Expiration of Term
President	Dr. Dirk-Meints Polter	Fraunhofer-Gesellschaft Postfach 19 03 39 D-80603 Munich, Germany	Pflegerstrasse 28 D-81247 Munich Germany	9/30/98 or until successor is duly elected and qualified
Vice-President and COO	Mr. Frank Treppe 385-17-3904	Fraunhofer USA, Inc. 24 Frank Lloyd Wright Dr. Ann Arbor, MI 48016-0335	3128 Kilburn Park Circle Ann Arbor, MI 48105	9/30/98 or until successor is duly elected and qualified
Secretary	Mr. Frank Treppe 385-17-3904	Fraunhofer USA, Inc. 24 Frank Lloyd Wright Dr. Ann Arbor, MI 48016-0335	3128 Kilburn Park Circle Ann Arbor, MI 48105	9/30/98 or until successor is duly elected and qualified
Treasurer	Mr. Georg Jahn 384-17-3730	Fraunhofer USA, Inc. 24 Frank Lloyd Wright Dr. Ann Arbor, MI 48016-0335	1705 Jackson Ave. Ann Arbor, MI 48103	12/31/98 or until successor is duly elected and qualified
Director, Business Development	Dr. Donna M-U. Hart 155-36-1284	Fraunhofer USA, Inc. 24 Frank Lloyd Wright Dr. Ann Arbor, MI 48016-0335	3425 Gettysburg Rd. Ann Arbor, MI 48105 USA	12/31/99 or until successor is duly elected and qualified
Liaison Officer	Dr. Hans H. Jung 220-47-0572	Fraunhofer-Gesellschaft Postfach 19 03 39 D-80603 Munich, Germany	Thomas-Schwarz-Straße 56 D-85221 Dachau Germany	12/31/98 or until successor is duly elected and qualified