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FILED
Apr 16 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 # **F97000003937 (6)**

1. Corporation Name
KIWI INTERNATIONAL HOLDINGS, INC.

Principal Place of Business

**3907 GREENWAY
BALTIMORE MD 21218**

Mailing Address

**3907 GREENWAY
BALTIMORE MD 21218**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/28/1997	
21 Hemisphere Center	26 Hemisphere Center	4. FEI Number 52-2045420		Applied For Not Applicable	
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
22 570 Rtes 1 & 9 South	27 570 Rtes 1 & 9 South	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
City & State	City & State	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			
23 Newark NJ	28 Newark NJ				
Zip	Country				
24 07114	25 USA				
29 07114	30 USA				

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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PTDC	1.1 TITLE	P D
NAME	EDWARDS, CHARLES C	1.2 NAME	John G. Murphy
STREET ADDRESS	3907 GREENWAY	1.3 STREET ADDRESS	Hemisphere Center, 570 Rtes 1 & 9 South
CITY - ST - ZIP	BALTIMORE MD 21218	1.4 CITY - ST - ZIP	Newark, NJ 07114
TITLE		2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY - ST - ZIP		2.4 CITY - ST - ZIP	
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE		4.1 TITLE	DC
NAME		4.2 NAME	Charles C. Edwards
STREET ADDRESS		4.3 STREET ADDRESS	3907 Greenway
CITY - ST - ZIP		4.4 CITY - ST - ZIP	Baltimore, MD 21218
TITLE		5.1 TITLE	S
NAME		5.2 NAME	Steven Markhoff
STREET ADDRESS		5.3 STREET ADDRESS	Hemisphere Center 570 Rtes 1 & 9 South
CITY - ST - ZIP		5.4 CITY - ST - ZIP	Newark, NJ 07114
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		6.4 CITY - ST - ZIP	

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:

John G. Murphy

4-3-98 (973)645-1133

CR2E034 (10/97)