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

May 17, 1999 8:00 am Secretary of State FLORIDA DEPARTMENT OF STATE CORPORATION Katherine Harris ANNUAL REPORT 05-17-1999 90026 036 ***150.00 Secretary of State 1999 DIVISION OF CORPORATIONS DOCUMENT # F9400005445 1. Corporation Name KAUFEL MANUFACTURING INC. Mailing Address Principal Place of Business 8155 T&B Blvd. 8155 T&B Blvd. Memphis, Tn 38125 Memphis, Tn 38125 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 10-26-98 FEI Number 52-2067554 2. Principal Place of Business 2a. Mailing Address Applied For Not Applicable 26 21 Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 \$5.00 May Be 6. Election Campaign Financing City & State City & State Trust Fund Contribution Added to Fees 23 28 8. This corporation owes the current year Intangible Personal Zip Zip Country Country X Yes 29 30 Property Tax. 24 25 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name CT Corporation 82 Street Address (P.O. Box Number is Not Acceptable) 1200 South Pine Isla 83 Plantation, FL 33324 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) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. DELETE TITLE 1.1 TITLE SEE ATTACHED NAME 12 NAME STREET ADDRESS 13 STREET ADDRESS 1.4 CITY - ST - ZIP CITY - ST - ZIP Addition DELETE 2.1 TITLE Change TITLE NAME STREET ADDRESS 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP CITY - ST - ZIP DELETE 3.1 TITLE Addition TITLE NAME 3.2 NAME 3.3 STREET ADDRESS STREET ADDRESS 3.4 CITY - ST - ZIP CITY - ST - ZIP DELETE 4.1 TITLE Change Addition TITLE 4.2 NAME NAME

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 eath; 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, with all other like empowered.

4.3 STREET ADDRESS

5.3 STREET ADDRESS 5.4 CITY - ST - ZIP

4.4 CITY - ST - ZIP

5.1 TITLE

5.2 NAME

6.1 TITLE

6.2 NAME 6.3 STREET ADDRESS

6.4 CITY - ST - ZIP

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TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DELETE

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Addition

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STREET ADDRESS CITY - ST - ZIP

STREET ADDRESS

STREET ADORESS CITY - ST - ZIP

CITY - ST - ZIP

TITLE

NAME

TITLE

NAME

Kaufel Manufacturing, Inc. 52-2067554 Schedule of Officers & Directors 4/27/99

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553419-90026-36 F9**8**000005945

<u>Officers</u>	<u>Name</u>	Business Address
Vice President and Treasurer	Fred R. Jones	8155 T&B Blvd. Memphis, Tn 38125
Vice President	Jerry Kronenberg	8155 T&B Blvd. Memphis, Tn 38125
President	Clyde R. Moore	8155 T&B Blvd. Memphis, Tn 38125
Secretary	Penelope Y. Turnbow	8155 T&B Blvd. Memphis, Tn 38125
Vice President	Nathalie Pilon	8155 T&B Blvd. Memphis, Tn 38125
<u>Directors</u>		
Director	Fred R. Jones	8155 T&B Blvd. Memphis, Tn 38125
Director	Clyde R. Moore	8155 T&B Blvd. Memphis, Tn 38125
Director	W. Neil Parker	8155 T&B Blvd. Memphis, Tn 38125

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