

2000 UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # F99000005819

1. Entity Name

ZAPME CORPORATION

FILED

00 APR 17 AM 9:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Principal Place of Business C/O JENNIFER WILLIAMS 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583	Mailing Address C/O JENNIFER WILLIAMS 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583-4356
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2. Principal Place of Business		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country



DO NOT WRITE IN THIS SPACE

4. FEI Number 91-1836242	Applied For <input type="checkbox"/> Not Applicable
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5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
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6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525

7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) 300003236433--0 -05/03/00--01030--011 ****150.00 ****150.00 City FL Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE	Signature, typed or printed name of registered agent and title if applicable.	(NOTE: Registered Agent signature required when reinstating)	DATE
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9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back) <input checked="" type="checkbox"/>	FILE NOW!!! FEE IS \$150.00 After MAY 1, 2000 Fee will be \$550.00 Make Check Payable to Department of State	10. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
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11. OFFICERS AND DIRECTORS		12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD INATOME, RICK 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition see attached sheet for all ADDITIONS.
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DCEO MORTENSEN, LANCE 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VCFO STOFFREGEN, ROBERT S 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS BOWER, BRUCE D 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V JOHNSON, ROYCE 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V KINGSBOROUGH, DON 3000 EXECUTIVE PARKWAY, SUITE 150 SAN RAMON CA 94583 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

13. 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:	John Flynn	4/14/00	(925) 543-9226
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date	Daytime Phone #

CR2E034 (9/99)

2 of 2

Additional Officers/directors list for ZapMe! Corporation

Officers:

Title: CIO (Chief Information Officer)
Name: W. Scott Burwell
Address: 3100 Lynbrook Drive
Plano, TX 75075

Title: V (VP, Engineering & Chief
Technical Officer)
Name: Dave Lundberg
Address: 8340 Creekside Drive
Dublin, CA 94568

Title: V/CFO (VP, Chief Financial
Officer)
Name: Robert Edwards
Address: 1744 Conn Valley Rd.
St. Helena, CA 94574

Title: V (VP, Government Affairs,
General Counsel, Assistant Secretary)
Name: John Flynn
Address: 45 Melvin Ct.
Oakland, CA 94602

Title: V (SVP, Strategic Alliances &
Deployment)
Name: Philip Wise
Address: 6401 Westcoat Drive
Colleville, Tx 76034

Title: V/CMO (Chief Management
Officer)
Name: R. Kimberly Gaynor
Address: 41 Pheasant Run
Danville, CA 9450

Directors:

Title: D (Director)
Name: Michael Arnouse
Address: 15 Hickory Drive
Old Brookville, NY 11545

Title: D (Director)
Name: Thomas Hitchner
Address: 200 Wyndhurst Ave.
Baltimore, MD 21210

Title: D (Director)
Name: Doug Becker
Address: 100 Harborview Drive, Apt.
#PH-1C
Baltimore, MD 21230

Title: D (Director)
Name: Jack Kemp
Address: 7904 Greentree Road
Bethesda, MD 20817