

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

pg. 10 of 3

FILED

97 APR 25 AM 11:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	--

DOCUMENT # <u>H20720</u> 1. Corporation Name LifeCo Investment Group, Inc.

Principal Place of Business 	Mailing Address
--	--------------------------------

2. Principal Place of Business 21 1818 Market Street Suite, Apt. #, etc. 22 Suite 3402 City & State 23 Philadelphia, PA Zip 24 19103	25 Country USA	26 1818 Market Street Suite, Apt. #, etc. 27 Suite 3402 City & State 28 Philadelphia, PA Zip 29 19103	30 Country USA
--	---------------------------------	---	---------------------------------

3. Date Incorporated or Qualified October 23, 1984	3a. Date of Last Report 1995
4. FEI Number 59-2467856	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input checked="" 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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent 	10. Name and Address of New Registered Agent 81 Name Mark J. Chmielarski, Esquire 82 Street Address (P.O. Box Number is Not Acceptable) 533 Versailles Drive 83 Suite 100 84 City Maitland
--	---

85 Zip Code FL 32751

11. Pursuant to the provisions of Sections 607.0602 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered officer 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 an officer, director, or shareholder of the corporation, and I accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE Mark J. Chmielarski **MARK J. CHMIELARSKI** 04/24/97
 (NOTE: Registered Agent's signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS	
1. NAME CS Hodges, Alison L.	<input checked="" type="checkbox"/> DELETE
2. NAME DC00 Deaves, Trevor	<input checked="" type="checkbox"/> DELETE
3. NAME D DeMarco, Michael	<input checked="" type="checkbox"/> DELETE
4. NAME D Sillman, Herb	<input checked="" type="checkbox"/> DELETE
<input type="checkbox"/> DELETE	<input type="checkbox"/> DELETE
<input type="checkbox"/> DELETE	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE Responsible Officer	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME Michael J. Petrelia, Jr.	
1.3 STREET ADDRESS 1818 Market St., Suite 3402	
1.4 CITY-ST-ZIP Philadelphia, PA 19103	
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 	

14. I do 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 Michael J. Petrelia, Jr. **Michael J. Petrelia, Jr., as Responsible Officer, 4/24/97, (215) 988-1453**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

pg 2 of 3

**LIFECO INVESTMENT GROUP, INC.
(IN REORGANIZATION)**

1818 MARKET STREET, SUITE 3402
PHILADELPHIA, PA 19103
PHONE: (215) 988-1453 FAX: (215) 981-0082

April 24, 1997

VIA AIRBORNE NEXT DAY DELIVERY

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

(Tel 904-487-6056)

**RE: LIFECO INVESTMENT GROUP, INC. ("LifeCo")/FILING OF 1997
CORPORATION ANNUAL REPORT**

Dear Sir/Madam:

I was appointed as Responsible Officer of LifeCo pursuant to that certain order entitled "Order Appointing a Responsible Officer to Manage the Debtor, etc.", entered by the United States Bankruptcy Court for the District of Delaware in Case No. 95-547, on October 30, 1996. Enclosed please find a true and correct copy of such order.

It recently came to my attention that LifeCo was administratively dissolved by the Florida Secretary of State some time in 1996. Apparently, LifeCo did not file a 1996 Corporation Annual Report. This occurred in 1996 for circumstances beyond my control, and beyond the control of LifeCo. First, I understand that Herb Sillman, a former director of LifeCo, died in October or November 1995. Second, I understand that Alison Hodges, Trevor Deaves, and Michael DeMarco all resigned as officers or directors of LifeCo at some time during the first quarter of 1996. Third, I understand that the post office box for LifeCo had been closed prior to their resignations. Fourth, I was not appointed as Responsible Officer for LifeCo until after LifeCo was administratively dissolved by the Florida Secretary of State. Consequently, nobody involved with LifeCo received a copy of the 1996 Corporate Annual Report. In addition, nobody involved with LifeCo received notice that the 1996 Corporate Annual Report had to be filed, or that LifeCo would be administratively dissolved. I have been advised that under these circumstances, LifeCo can be reinstated by filing a fee in the amount of \$365.00, plus filing the appropriate documentation.

pg. 3043

Letter to Florida Secretary of State
April 24, 1997
Page Two

In light of the foregoing, enclosed please find the following documents to reinstate LifeCo:


1. A check from the trust account of Mark J. Chmielarski, P.A., the office of LifeCo's new registered agent, in the amount of \$373.75 (\$365.00 plus \$8.75 for a Certificate of Status); and
2. The 1997 Corporation Annual Report for LifeCo.

If you have any questions, or if you would like to discuss this further, please feel free to contact me at the phone number shown above. Thank you in advance for your cooperation in this matter.

Sincerely,

LifeCo Investment Group, Inc.,
In Reorganization

By:


Michael J. Petrelia, Jr., as
Responsible Officer

Enc. (3)

Copies to:

Mark J. Chmielarski, Esquire, registered agent for LifeCo (via U.S. mail) (with enclosures)
Mark J. Chmielarski, P.A., 533 Versailles Drive, Suite 100, Maitland, FL 32751

Attorney Cathleen Recker, counsel to LifeCo (via U.S. mail) (with enclosures)
Welsh & Recker, P.C., 1818 Market Street, Suite 3402, Philadelphia, PA 19103