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FILED
Apr 03 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 # H56285 (0)
1. Corporation Name
T. D. INDUSTRIES, INC.



Principal Place of Business P. O. BOX 3128 JASPER AL 35502	Mailing Address P. O. BOX 3128 JASPER AL 35502
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/09/1985	
21		26		4. FEI Number 63-0899913	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		Applied For Not Applicable	
22		27		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
City & State		City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
23		28		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	
24	Zip	25	Country	29	30

9. Name and Address of Current Registered Agent

HOMISCO, INCORPORATION I
222 LAKEVIEW AVE
SUITE 800
WEST PALM BEACH FL 33401

10. Name and Address of New Registered Agent

81	Name CORPORATION SERVICE COMPANY
82	Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET SUITE 105
83	
84	City TALLAHASSEE
85	Zip Code FL 32301

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 Gail Shelby, as agent Gail Shelby 3-23-98
Signature of officer or director of corporation or registered agent, if applicable. DATE
NOTE: Registered Agent signature required when reinstating.

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	
NAME	MITNICK, J. GEORGE	1.2 NAME	
STREET ADDRESS	1304 COLLEGE HILL RD	1.3 STREET ADDRESS	
CITY-ST-ZIP	JASPER AL	1.4 CITY-ST-ZIP	
TITLE	SD	2.1 TITLE	
NAME	ENGEL, JOSEPH H.	2.2 NAME	
STREET ADDRESS	301 ENGEL CIRCLE	2.3 STREET ADDRESS	1101 ENGEL CIRCLE
CITY-ST-ZIP	JASPER AL	2.4 CITY-ST-ZIP	
TITLE	TD	3.1 TITLE	
NAME	ENGEL, ALAN Z	3.2 NAME	
STREET ADDRESS	3547 KINGSHILL RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	BIRMINGHAM FL	3.4 CITY-ST-ZIP	BIRMINGHAM, AL
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
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:

3/11/99

205-204-1000

CR2E034 (10/97)