

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

**FILED**

**May 01 1998 8:00am  
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # J29408 (8)**

1. Corporation Name  
**INSOURCE, INC.**

Principal Place of Business <b>9500 S. DADELAND BLVD. #200 MIAMI FL 33156 US</b>	Mailing Address <b>P. O. BOX 561567 MIAMI FL 33256-1567 US</b>
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DO NOT WRITE IN THIS SPACE

<b>21</b> 2. Principal Place of Business	<b>22</b> Suite, Apt. #, etc.	<b>26</b> 2a. Mailing Address	<b>27</b> Suite, Apt. #, etc.
<b>23</b> City & State	Zip	<b>28</b> City & State	Zip
<b>24</b> Country	<b>25</b> Country	<b>29</b> Country	<b>30</b> Country

<b>3.</b> Date Incorporated or Qualified <b>08/19/1986</b>	Applied For <input type="checkbox"/>	Not Applicable <input checked="" type="checkbox"/>
<b>4.</b> FEI Number <b>59-2776540</b>		
<b>5.</b> Certificate of Status Desired <input checked="" type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>	
<b>6.</b> Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>	
<b>8.</b> This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**9. Name and Address of Current Registered Agent**

**WORLEY, J. HAYES JR.  
9500 S DADELAND BLVD  
STE 200  
MIAMI FL 33156**

**10. Name and Address of New Registered Agent**

<b>81</b> Name
<b>82</b> Street Address (P.O. Box Number is Not Acceptable)
<b>83</b>
<b>84</b> City <b>FL</b> <b>85</b> 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) \_\_\_\_\_ DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>PD</b>	1.1 TITLE	<b>VC &amp; D</b>
NAME	<b>HUMPHREY, HAROLD M.</b>	1.2 NAME	
STREET ADDRESS	<b>9500 S DADELAND BLVD., #200</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>MIAMI FL</b>	1.4 CITY-ST-ZIP	
TITLE	<b>CD</b>	2.1 TITLE	<b>PD</b>
NAME	<b>WORLEY, J. HAYES JR.</b>	2.2 NAME	<b>ALEX SOTO</b>
STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>	2.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	2.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE	<b>DST</b>	3.1 TITLE	<b>VD</b>
NAME	<b>BALL, CHARLES C.</b>	3.2 NAME	<b>ELSA M. CANAL</b>
STREET ADDRESS	<b>9500 S DADELAND BLVD., #200</b>	3.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD, #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	3.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE	<b>DVP</b>	4.1 TITLE	<b>VD</b>
NAME	<b>LYONS, PHILLIP C</b>	4.2 NAME	<b>WILLIAM F. KLEIS</b>
STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>	4.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	4.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE	<b>V</b>	5.1 TITLE	<b>V</b>
NAME	<b>SWICEGOOD, BRIAN E</b>	5.2 NAME	<b>EDWARD A. RIVAS</b>
STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>	5.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD, #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	5.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE		6.1 TITLE	<b>V</b>
NAME		6.2 NAME	<b>CHARLES H. VODICKA</b>
STREET ADDRESS		6.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD, #200</b>
CITY-ST-ZIP		6.4 CITY-ST-ZIP	<b>MIAMI FL 33156</b>

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>PD</b>	1.1 TITLE	<b>VC &amp; D</b>
NAME	<b>HUMPHREY, HAROLD M.</b>	1.2 NAME	
STREET ADDRESS	<b>9500 S DADELAND BLVD., #200</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>MIAMI FL</b>	1.4 CITY-ST-ZIP	
TITLE	<b>CD</b>	2.1 TITLE	<b>PD</b>
NAME	<b>WORLEY, J. HAYES JR.</b>	2.2 NAME	<b>ALEX SOTO</b>
STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>	2.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	2.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE	<b>DST</b>	3.1 TITLE	<b>VD</b>
NAME	<b>BALL, CHARLES C.</b>	3.2 NAME	<b>ELSA M. CANAL</b>
STREET ADDRESS	<b>9500 S DADELAND BLVD., #200</b>	3.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD, #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	3.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE	<b>DVP</b>	4.1 TITLE	<b>VD</b>
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NAME	<b>SWICEGOOD, BRIAN E</b>	5.2 NAME	<b>EDWARD A. RIVAS</b>
STREET ADDRESS	<b>9500 S. DADELAND BLVD., #200</b>	5.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD, #200</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	5.4 CITY-ST-ZIP	<b>MIAMI, FL 33156</b>
TITLE		6.1 TITLE	<b>V</b>
NAME		6.2 NAME	<b>CHARLES H. VODICKA</b>
STREET ADDRESS		6.3 STREET ADDRESS	<b>9500 S. DADELAND BLVD, #200</b>
CITY-ST-ZIP		6.4 CITY-ST-ZIP	<b>MIAMI FL 33156</b>

**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:** *Charles C. Ball* **4/17/98 305-670-6111**

CF2E034 (10/97)