FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

PROFIT CORPORATION ANNUAL REPORT

1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
97 JUL -7 PM 3:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOCUMENT # K33277

1. Corporation Name

HARBOR ROCK CORP.

Principal Place of Business
c/o LARRY C, RABUN
Deloitte & Touche
555 12th Street,Suite 500
Washington, D.C. 20004-1207

Mailing Address
c/o LARRY C. RABUN
Deloitte & Touche
555 12th Street
Suite 500
Washington, D.C. 20004-1207

2. Principal Place of Business
21 Suite, Apt # etc
22 City & State
23 Zip 24 Country 25

2a. Mailing Address
26 Suite, Apt # etc
27 City & State
28 Zip 29 Country 30

3. Date Incorporated or Qualified: 9/16/1988
3a. Date of Last Report: 5/1/96
4. FEI Number: 65-0072908 — Applied For / Not Applicable
5. Certificate of Status Desired [ ] **$8.75** Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes [ ] Yes [X] No

9. Name and Address of Current Registered Agent

DON BIGGS
538 Date Palm Drive
Lake Park, FL 33403

10. Name and Address of New Registered Agent

81 Name: Dean Biggs
82 Street Address (P.O. Box Number is Not Acceptable): 537 Date Palm Drive
83
84 City: Lake Park, FL FL 85 Zip Code: 33403

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: Dean Biggs
(Signature of Registered Agent required when establishing) DATE

12. OFFICERS AND DIRECTORS

TITLE: DP [ ] DELETE
NAME: VOELL, RICHARD A.
STREET ADDRESS: 25 PILOT ROCK LANE
CITY-ST-ZIP: RIVERSIDE, CT 06878

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE [ ] DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

[ ] Change [ ] Addition
800002231103--0
-07/07/97--01070--021
****550.00 ****550.00

11 TITLE [ ] Change [ ] Addition
12 NAME
13 STREET ADDRESS
14 CITY-ST-ZIP

21 TITLE [ ] Change [ ] Addition
22 NAME
23 STREET ADDRESS
24 CITY-ST-ZIP

31 TITLE [ ] Change [ ] Addition
32 NAME
33 STREET ADDRESS
34 CITY-ST-ZIP

41 TITLE [ ] Change [ ] Addition
42 NAME
43 STREET ADDRESS
44 CITY-ST-ZIP

51 TITLE [ ] Change [ ] Addition
52 NAME
53 STREET ADDRESS
54 CITY-ST-ZIP

61 TITLE [ ] Change [ ] Addition
62 NAME
63 STREET ADDRESS
64 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: Richard A. Voell 6/23/97
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Telephone Number

CR2E034 (9/96)