SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: $550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: $750).

PROFIT CORPORATION ANNUAL REPORT

1998

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

FILED
Oct 08 1998 8:00am
Secretary of State

DOCUMENT # K88990 (2)

1. Corporation Name
HUMAN X FACTORS, INC.

Principal Place of Business
2500 70TH AVE S
ST. PETERSBURG FL 33712
US

Mailing Address
2500 70 AVE S.
ST. PETERSBURG FL 33712
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
05/17/1989

4. FEI Number
22-2795485
[ ] 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 Fee

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30 [ ] Yes [ ] No

2. Principal Place of Business
21 7430 Sunshine Skyway Lane So.
Suite, Apt. #, etc.
22 #501
City & State
23 ST. PETERSBURG FL
Zip 24 33711 Country 25 USA

2a. Mailing Address
26 P.O. BOX 530096
Suite, Apt. #, etc.
27
City & State
28 ST. PETERSBURG FL
Zip 29 33747 Country 30 USA

9. Name and Address of Current Registered Agent
JONES, ROBERT J
6500 CENTRAL AVENUE
ST. PETERSBURG, FL FL 33707

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of sections 607.0507 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 I accept the obligations of, section 607.0505, Florida Statutes.

SIGNATURE DATE

12. OFFICERS AND DIRECTORS

11 TITLE	PD	[ ] DELETE
12 NAME	DUCK, BEVERLY ANN	
13 STREET ADDRESS	2500 70TH AVE., S.	
14 CITY STATE ZIP	ST PETERSBURG FL	
11 TITLE	VD	[ ] DELETE
12 NAME	DUCK, EVANDER	
13 STREET ADDRESS	2500 70TH AVE., S.	
14 CITY STATE ZIP	ST PETERSBURG FL	
11 TITLE		[ ] DELETE
12 NAME		
13 STREET ADDRESS		
14 CITY STATE ZIP		
11 TITLE		[ ] DELETE
12 NAME		
13 STREET ADDRESS		
14 CITY STATE ZIP		
11 TITLE		[ ] DELETE
12 NAME		
13 STREET ADDRESS		
14 CITY STATE ZIP		
11 TITLE		[ ] DELETE
12 NAME		
13 STREET ADDRESS		
14 CITY STATE ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE		[ ] Change [ ] Addition
12 NAME		
13 STREET ADDRESS		
14 CITY STATE ZIP		
21 TITLE		[ ] Change [ ] Addition
22 NAME		
23 STREET ADDRESS		
24 CITY STATE ZIP		
31 TITLE		[ ] Change [ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY STATE ZIP		
41 TITLE		[ ] Change [ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY STATE ZIP		
51 TITLE		[ ] Change [ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY STATE ZIP		
61 TITLE		[ ] Change [ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY STATE 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: 9/30/98

C98000024515