

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # P00481 (2)

1. Corporation Name

PHILADELPHIA GEAR CORPORATION

Principal Place of Business

181 S. GULPH RD.
KING OF PRUSSIA PA 19406

Mailing Address

181 S. GULPH RD.
KING OF PRUSSIA PA 19406



2. Principal Place of Business

2a. Mailing Address

21

26

State, Apt., 4, etc.

State, Apt., 4, etc.

22

27

City & State

City & State

23

28

Zip

Zip

Country

Country

24

29

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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 607.01(2) and 607.12(3), 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 is 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 607.01(2), Florida Statutes.

SIGNATURE

12. OFFICERS AND DIRECTORS

TITLE	DP	[] DELETED
NAME	TOROK, RAYMOND	
STREET ADDRESS	1210 HUNT SEAT DR	
CITY, ST, ZIP	LOWER GWYNEDD PA	
TITLE	DV	[] DELETED
NAME	PIZZICHIL, WILLIAM P.	
STREET ADDRESS	RD #2, WARWICK CIRCLE	
CITY, ST, ZIP	POTTSTOWN PA	
TITLE	DVST	[] DELETED
NAME	CROSBY, KEVIN J	
STREET ADDRESS	204 WINDSOR WAY	
CITY, ST, ZIP	DOYLESTOWN PA	
TITLE	DV	[X] DELETED
NAME	BRAZER, DAVID	
STREET ADDRESS	2154 MILLER RD	
CITY, ST, ZIP	CHESTER SPGS PA	
TITLE	DV	[X] DELETED
NAME	HALDEMAN, DONALD	
STREET ADDRESS	1313 HILLCREST RD	
CITY, ST, ZIP	W CHESTER PA	
TITLE		[] DELETED
NAME		
STREET ADDRESS		
CITY, ST, ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1. TITLE	D P	[X] Change [] Addition
2. NAME	TOROK, RAYMOND	
3. STREET ADDRESS	181 S GULPH ROAD	
4. CITY, ST, ZIP	KING OF PRUSSIA, PA 19406	
5. TITLE	D V	[X] Change [] Addition
6. NAME	PIZZICHIL, WILLIAM P.	
7. STREET ADDRESS	181 S GULPH ROAD	
8. CITY, ST, ZIP	KING OF PRUSSIA, PA 19406	
9. TITLE	DVST	[X] Change [] Addition
10. NAME	CROSBY, KEVIN J.	
11. STREET ADDRESS	181 S GULPH ROAD	
12. CITY, ST, ZIP	KING OF PRUSSIA, PA 19406	
13. TITLE	V	[] Change [X] Addition
14. NAME	LESNEFSKY, ROBERT C	
15. STREET ADDRESS	181 S GULPH ROAD	
16. CITY, ST, ZIP	KING OF PRUSSIA, PA 19406	
17. TITLE	V	[] Change [X] Addition
18. NAME	FORD, VERNON N.	
19. STREET ADDRESS	181 S GULPH ROAD	
20. CITY, ST, ZIP	KING OF PRUSSIA, PA 19406	
21. TITLE		[] Change [] Addition
22. NAME		
23. STREET ADDRESS		
24. CITY, ST, ZIP		

14. I do hereby certify that the information supplied with this filing is voluntary, for a fee, and I do not qualify for the exemption stated in Section 119.07(3)(g), Florida Statutes. I further certify that the information indicated on this annual report or supplementary 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 registered agent or both, and I am authorized 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:

K. J. Crosby
KEYWORD: CROSBY

3/28/96 (610) 337-5657

CR2E034 (12/95)