

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

FILED
Mar 04 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 # P02344 (0)
 1. Corporation Name
COOPERHEAT, INC.

Principal Place of Business 1021 CENTENNIAL AVENUE PISCATAWAY NJ 08854	Mailing Address 1021 CENTENNIAL AVENUE PISCATAWAY NJ 08854
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DO NOT WRITE IN THIS SPACE

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

3. Date incorporated or Qualified 06/05/1984	
4. FEI Number 22-1819528	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
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	

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND RD.
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	85 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

TITLE	S <input checked="" type="checkbox"/> DELETE
NAME	BASSETT, ROBERT A
STREET ADDRESS	39 OLD RIDGEBURY RD
CITY-ST-ZIP	DANBURY CT
TITLE	VD <input checked="" type="checkbox"/> DELETE
NAME	VIPOND, J ROBERT
STREET ADDRESS	39 OLD RIDGEBURY RD
CITY-ST-ZIP	DANBURY CT
TITLE	TV <input checked="" type="checkbox"/> DELETE
NAME	SAWYER, JAMES S
STREET ADDRESS	39 OLD RIDGEBURY RD
CITY-ST-ZIP	DANBURY CT
TITLE	V <input type="checkbox"/> DELETE
NAME	SINK, JOSEPH S JR
STREET ADDRESS	1021 CENTENNIAL AVE
CITY-ST-ZIP	PISCATAWAY NJ
TITLE	PC <input checked="" type="checkbox"/> DELETE
NAME	FUSARO, ROBERT F X
STREET ADDRESS	39 OLD RIDGEBURY RD
CITY-ST-ZIP	DANBURY CT
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	C <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	James M Pearson
1.3 STREET ADDRESS	6363 Woodway Ste 925
1.4 CITY-ST-ZIP	Houston TX 77057
2.1 TITLE	PD <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Joseph E Milliron
2.3 STREET ADDRESS	1021 Centennial Ave
2.4 CITY-ST-ZIP	Piscataway NJ 08854
3.1 TITLE	TSDV <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Barry L Smotherman
3.3 STREET ADDRESS	6363 Woodway Ste 925
3.4 CITY-ST-ZIP	Houston TX 77057
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Glenn W Campbell
5.3 STREET ADDRESS	1021 Centennial Ave.
5.4 CITY-ST-ZIP	Piscataway NJ 08854
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	James E Campbell
6.3 STREET ADDRESS	1021 Centennial Ave
6.4 CITY-ST-ZIP	Piscataway NJ 08854

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: _____ **Joseph S Sink Jr 2-22-98 732-981-0800**

CFR2004 (10/97)

COOPERHEAT, INC.

Board of Directors

Director	James Michael Pearson	6363 Woodway, Suite 925 Houston, TX 77057
Director	Joseph Ellsworth Milliron	1021 Centennial Avenue Piscataway, NJ 08854
Director	Barry Leath Smotherman	6363 Woodway, Suite 925 Houston, TX 77057

Officers

CHAIRMAN/CHIEF EXECUTIVE OFFICER	James Michael Pearson	6363 Woodway, Suite 925 Houston, TX 77057
PRESIDENT/ CHIEF OPERATIONS OFFICER	Joseph Ellsworth Milliron	1021 Centennial Avenue Piscataway, NJ 08854
EXECUTIVE VICE PRESIDENT/ CHIEF FINANCIAL OFFICER/ SECRETARY, TREASURER	Barry Leath Smotherman	6363 Woodway, Suite 925 Houston, TX 77057
VICE PRESIDENT/ ASSISTANT SECRETARY	Glenn William Campbell	1021 Centennial Avenue Piscataway, NJ 08854
VICE PRESIDENT/ ASSISTANT SECRETARY	James Robert Campbell	1021 Centennial Avenue Piscataway, NJ 08854
VICE PRESIDENT/ ASSISTANT SECRETARY	Paul Napeloni	1021 Centennial Avenue Piscataway, NJ 08854
VICE PRESIDENT/ ASSISTANT SECRETARY	Joseph Steven Sink, Jr.	1021 Centennial Avenue Piscataway, NJ 08854

11/26/87