

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

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Mar 17 1997 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # P08978

(9)

1. Corporation Name  
QSV PROPERTIES INC.

Principal Place of Business

5310 HARVEST HILL RD.  
STE 270 LB 168  
DALLAS TX 75230  
US

Mailing Address

5310 HARVEST HILL RD.  
STE. 2709 LB 168  
DALLAS TX 75230-5806  
US

2. Principal Place of Business

21

Suite, Apt #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt #, etc.

27

City & State

28

Zip

Country

29

30

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

10. Name and Address of New Registered Agent

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

Signature, typed or printed name of registered agent in Florida (Applicable)

(NOTE: Registered Agent signature required when re-registering)

DATE

12. OFFICERS AND DIRECTORS

|                |                                |        |
|----------------|--------------------------------|--------|
| TITLE          | P                              | DELETE |
| NAME           | STETSON, ROBERT                |        |
| STREET ADDRESS | 5310 HARVEST HILL RD., STE 270 |        |
| CITY-ST-ZIP    | DALLAS TX                      |        |
| TITLE          | S                              | DELETE |
| NAME           | MARGOLIN, FRED                 |        |
| STREET ADDRESS | 5310 HARVEST HILL RD., STE 270 |        |
| CITY-ST-ZIP    | DALLAS TX                      |        |
| TITLE          | D                              | DELETE |
| NAME           | ROLPH, DAVID                   |        |
| STREET ADDRESS | 5310 HARVEST HILL RD., STE 270 |        |
| CITY-ST-ZIP    | DALLAS TX                      |        |
| TITLE          | D                              | DELETE |
| NAME           | ROLPH, DARREL                  |        |
| STREET ADDRESS | 5310 HARVEST HILL RD #270      |        |
| CITY-ST-ZIP    | DALLAS TX                      |        |
| TITLE          | D                              | DELETE |
| NAME           | GRAHAM, GERALD                 |        |
| STREET ADDRESS | 5310 HARVEST HILL RD #270      |        |
| CITY-ST-ZIP    | DALLAS TX                      |        |
| TITLE          | D                              | DELETE |
| NAME           | TAPER, EUGENE                  |        |
| STREET ADDRESS | 5310 HARVEST HILL RD #270      |        |
| CITY-ST-ZIP    | DALLAS TX                      |        |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|                    |        |          |
|--------------------|--------|----------|
| 1.1 TITLE          | Change | Addition |
| 1.2 NAME           |        |          |
| 1.3 STREET ADDRESS |        |          |
| 1.4 CITY-ST-ZIP    |        |          |
| 2.1 TITLE          | Change | Addition |
| 2.2 NAME           |        |          |
| 2.3 STREET ADDRESS |        |          |
| 2.4 CITY-ST-ZIP    |        |          |
| 3.1 TITLE          | Change | Addition |
| 3.2 NAME           |        |          |
| 3.3 STREET ADDRESS |        |          |
| 3.4 CITY-ST-ZIP    |        |          |
| 4.1 TITLE          | Change | Addition |
| 4.2 NAME           |        |          |
| 4.3 STREET ADDRESS |        |          |
| 4.4 CITY-ST-ZIP    |        |          |
| 5.1 TITLE          | Change | Addition |
| 5.2 NAME           |        |          |
| 5.3 STREET ADDRESS |        |          |
| 5.4 CITY-ST-ZIP    |        |          |
| 6.1 TITLE          | Change | Addition |
| 6.2 NAME           |        |          |
| 6.3 STREET ADDRESS |        |          |
| 6.4 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: *R.D.* *Ernest H. Heston* *02/5/97* *02/2/97-11/97*

CR2E034 (9/96)