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Feb 27 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # P11419

(9)

1. Corporation Name:
PROTEON, INC.

Principal Place of Business:
NINE TECHNOLOGY DR
WESTBOROUGH MA 01581
US

Mailing Address:
NINE TECHNOLOGY DR
WESTBOROUGH MA 01581-1728
US



3. Date Incorporated or Qualified 09/16/1986	3a. Date of Last Report 05/01/1996
4. FEI Number 04-2531856	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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

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

9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD 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
	FL

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)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD	11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SALWEN, HOWARD C.	12 NAME	
STREET ADDRESS	28 GROVE HILL PARK	13 STREET ADDRESS	
CITY-ST-ZIP	NEWTONVILLE MA	14 CITY-ST-ZIP	
TITLE	VP	21 TITLE	VP - CFO, Sec. & Treas. <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	DIGIANTOMMASO, JOSEPH A	22 NAME	ROBERT J. CONNAUGHTON, JR.
STREET ADDRESS	104 EARLE ST	23 STREET ADDRESS	002 DEN QUARRY ROAD
CITY-ST-ZIP	NORWOOD MA	24 CITY-ST-ZIP	LYNN, MA 01904
TITLE	P	31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CAPONE, DANIEL J.	32 NAME	
STREET ADDRESS	115 CHERRY STREET	33 STREET ADDRESS	
CITY-ST-ZIP	WRENTHAM MA	34 CITY-ST-ZIP	
TITLE	D	41 TITLE	VP Engineering <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CLARK, DAVID, C	42 NAME	STEVEN BIEGOW
STREET ADDRESS	329 HEATHS BRIDGE RD	43 STREET ADDRESS	9 Technology Dr
CITY-ST-ZIP	CONCORD MA	44 CITY-ST-ZIP	WESTBORO MA 01581
TITLE	D	51 TITLE	VP SALES <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MARCUS, JULIUS	52 NAME	William Greer
STREET ADDRESS	9 Technology Dr	53 STREET ADDRESS	9 Technology Dr
CITY-ST-ZIP	WESTBORO MA 01581	54 CITY-ST-ZIP	WESTBORO MA 01581
TITLE	D	61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LIZ. SEVIN	62 NAME	
STREET ADDRESS	9 Technology Dr	63 STREET ADDRESS	
CITY-ST-ZIP	WESTBORO MA 01581	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: _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: Robert J. Connaughton, Jr. 2/4/97 (508) 898-2174

CR2E034 (9/96)