

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

FILED  
Feb 19 1998 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1998



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

DOCUMENT # P12319 (0)  
1. Corporation Name  
MOTO PHOTO, INC.

Principal Place of Business  
4444 LAKE CENTER DRIVE  
DAYTON OH 45426

Mailing Address  
4444 LAKE CENTER DRIVE  
DAYTON OH 45426

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 12/01/1986	
4. FEI Number 31-1080650	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 checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 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  
PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYS STREET  
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

OFFICERS AND DIRECTORS

12. TITLE	CEO	<input type="checkbox"/> DELETE
NAME	ADLER, MICHAEL F	
STREET ADDRESS	5464 SHERFIELD DR	
CITY-ST-ZIP	DAYTON OH	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	SWARTZ, LEONARD S	
STREET ADDRESS	6500 KEVTON COURT	
CITY-ST-ZIP	DAYTON OH	
TITLE	S	<input type="checkbox"/> DELETE
NAME	MYERS, JACOB A	
STREET ADDRESS	819 OTTERBEIN AVE.	
CITY-ST-ZIP	DAYTON OH	
TITLE	TD	<input type="checkbox"/> DELETE
NAME	MASON, DAVID A	
STREET ADDRESS	211 TRAILWOODS DRIVE	
CITY-ST-ZIP	DAYTON OH	
TITLE	P	<input type="checkbox"/> DELETE
NAME	MONTANO, FRANK M	
STREET ADDRESS	4444 LAKE CENTER DRIVE	
CITY-ST-ZIP	DAYTON OH	
TITLE		<input type="checkbox"/> DELETE
NAME	Additional Officers/ Director	
STREET ADDRESS	attached	
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
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 type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-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.

CR2E034 (10/97)

## **MOTO PHOTO, INC**

### **ADDITIONAL DIRECTORS/OFFICERS**

**Frank W. Benson**  
Director  
147 Orchard Avenue  
Weston MA 02193

**Leslie Charm**  
Director  
39 Holden Lane  
Concorde MA 01742

**Lee Carpenter**  
Director  
7575 Paragon Road  
Dayton OH 45459

**Alan S. Cohen**  
Vice President  
420 Thelma Avenue  
Dayton OH 45415

**Dexter B. Dawes**  
Director  
350 Santa Rita Avenue  
Palo Alto CA 94301

**Alfred E. Lefeld**  
Vice President  
7521 Cloverbrook Park Drive  
Centerville OH 45459

**Harry Loyle**  
Director  
4 Princeton Lane  
Linwood NJ 08221

**Paul B. Pieschel**  
Senior Vice President  
6807 Kantwell Lane  
Centerville OH 45459

**Douglas M. Thomsen**  
Director  
6407 Cheri Lynne Drive  
Dayton OH 45415