

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

FILED

May 01 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P14162** (2)

1. Corporation Name
NATIONAL EDUCATION PAYROLL CORP.

Principal Place of Business 18400 VON KARMAN AVENUE, FL-10 IRVINE CA 92715	Mailing Address 18400 VON KARMAN AVENUE, FL-10 IRVINE CA 92612-1514
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2. Principal Place of Business 21 2601 Main Street Suite, Apt. #, etc. 22 Suite 700 City & State 23 Irvine, CA Zip 24 92614		2a. Mailing Address 26 2601 Main Street Suite, Apt. #, etc. 27 Suite 700 City & State 28 Irvine, CA Zip 29 92614		3. Date Incorporated or Qualified 04/23/1987		3a. Date of Last Report 02/07/1996	
				4. FEI Number 33-0221745		Applied For ☐ Not Applicable	
				5. Certificate of Status Desired ☐		\$8.75 Additional Fee Required	
				6. Election Campaign Financing Trust Fund Contribution ☐		\$5.00 May Be Added to Fees	
				8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☒ No			

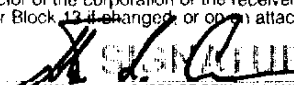
9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				10. Name and Address of New Registered Agent			
				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			
				FL 85 Zip Code			

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				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	PD	☐ DELETE		1.1 TITLE	☒ Change ☐ Addition		
NAME	YAU, SAM			1.2 NAME			
STREET ADDRESS	18400 VON KARMAN AVE			1.3 STREET ADDRESS	2601 Main Street, Suite 700		
CITY-ST-ZIP	IRVINE CA			1.4 CITY-ST-ZIP	Irvine, CA 92614		
TITLE	VSD	☐ DELETE		2.1 TITLE	☒ Change ☐ Addition		
NAME	MAYNARD, PHILIP C			2.2 NAME			
STREET ADDRESS	18400 VON KARMAN AVENUE			2.3 STREET ADDRESS	2601 Main Street, Suite 700		
CITY-ST-ZIP	IRVINE CA			2.4 CITY-ST-ZIP	Irvine, CA 92614		
TITLE	AT	☐ DELETE		3.1 TITLE	☒ Change ☐ Addition		
NAME	CLAUSEN, JOHN L			3.2 NAME			
STREET ADDRESS	18400 VON KARMAN AVE			3.3 STREET ADDRESS	2601 Main Street, Suite 700		
CITY-ST-ZIP	IRVINE CA			3.4 CITY-ST-ZIP	Irvine, CA 92614		
TITLE	AS	☐ DELETE		4.1 TITLE	☒ Change ☐ Addition		
NAME	HOLMEN, ROBERT			4.2 NAME			
STREET ADDRESS	18400 VON KARMAN AV			4.3 STREET ADDRESS	2601 Main Street, Suite 700		
CITY-ST-ZIP	IRVINE CA			4.4 CITY-ST-ZIP	Irvine, CA 92614		
TITLE	AC	☐ DELETE		5.1 TITLE	☒ Change ☐ Addition		
NAME	MEDWID, GLEN			5.2 NAME			
STREET ADDRESS	18400 VON KARMAN AVE			5.3 STREET ADDRESS	2601 Main Street, Suite 700		
CITY-ST-ZIP	IRVINE CA			5.4 CITY-ST-ZIP	Irvine, CA 92614		
TITLE	VTD	☐ DELETE		6.1 TITLE	☒ Change ☐ Addition		
NAME	OGATA, KEITH K			6.2 NAME			
STREET ADDRESS	18400 VON KARMAN AVENUE			6.3 STREET ADDRESS	2601 Main Street, Suite 700		
CITY-ST-ZIP	IRVINE CA			6.4 CITY-ST-ZIP	Irvine, CA 92614		

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 REQUIRED John L. Clausen 4/25/97 (714) 474-9400

CR2E034 (9/96)

NATIONAL EDUCATION PAYROLL CORP.

THE TERM OF OFFICE FOR ALL OFFICERS AND DIRECTORS EXPIRES IN MAY 1997

<u>OFFICERS</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Sam Yau	President	2601 Main Street, Suite 700 Irvine, CA 92614
Philip C. Maynard	Vice-President and Secretary	2601 Main Street, Suite 700 Irvine, CA 92614
Keith K. Ogata	Vice-President and Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
Stephen Jardon	Assistant Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
John Clausen	Assistant Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
Glen Medwid	Controller	2601 Main Street, Suite 700 Irvine, CA 92614
Robert R. Holmen	Assistant Secretary	2601 Main Street, Suite 700 Irvine, CA 92614
Carol M. Hess	Assistant Secretary	2601 Main Street, Suite 700 Irvine, CA 92614
Lori Berg	Assistant Secretary	2601 Main Street, Suite 700 Irvine, CA 92614

DIRECTORS

Sam Yau, Chairman	2601 Main Street, Suite 700 Irvine, CA 92614
Keith K. Ogata	2601 Main Street, Suite 700 Irvine, CA 92614
Philip C. Maynard	2601 Main Street, Suite 700 Irvine, CA 92614