

5-18-98 B 7559 C  
FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
May 18 1998 8:00am  
Secretary of State

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   |                                                                            |                                                                                                                                                                         |  |
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| <b>PROFIT CORPORATION ANNUAL REPORT 1998</b>                                                                                                                                                                                                                                                                                                                                                                                                                    |  |  |                                                                            | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS                                                               |  |
| <b>DOCUMENT # P14376 (8)</b><br>1. Corporation Name<br><b>WINPAK, INC.</b>                                                                                                                                                                                                                                                                                                                                                                                      |  |                                                                                   |                                                                            |                                                                                                                                                                         |  |
| Principal Place of Business<br><b>100 SAULTEAUX CRES.<br/>WINNIPEG, CANADA R3J 3T3</b>                                                                                                                                                                                                                                                                                                                                                                          |  |                                                                                   | Mailing Address<br><b>100 SAULTEAUX CRES.<br/>WINNIPEG, CANADA R3J 3T3</b> |                                                                                                                                                                         |  |
| 2. Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                  |  | 2a. Mailing Address                                                               |                                                                            | 3. Date Incorporated or Qualified<br><b>05/06/1987</b>                                                                                                                  |  |
| 21 Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | 26 Suite, Apt. #, etc.                                                            |                                                                            | 4. FEI Number<br><b>98-0078600</b>                                                                                                                                      |  |
| 22 City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  | 27 City & State                                                                   |                                                                            | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                                                         |  |
| 23 Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | 28 Zip                                                                            |                                                                            | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                                                      |  |
| 24 Country                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 29 Country                                                                        |                                                                            | 8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |  |
| 9. Name and Address of Current Registered Agent<br><b>C T CORPORATION SYSTEM<br/>1200 SOUTH PINE ISLAND ROAD<br/>PLANTATION FL 33324</b>                                                                                                                                                                                                                                                                                                                        |  |                                                                                   | 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                                                                |                                                                                                                                                                         |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   | <b>FL</b>                                                                  |                                                                                                                                                                         |  |
| 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                                                                                                                                                                                                                                                                                                                 |  |                                                                                   |                                                                            |                                                                                                                                                                         |  |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                      |  |                                                                                   |                                                                            |                                                                                                                                                                         |  |
| 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.

SIGNATURE:

*L. Kemp* L. Kemp

April 29, 1998 (204)889-1015

CP2E034 (1097)

**WINPAK INC.**

**DIRECTORS AND OFFICERS  
AS OF APRIL 22, 1997**

**DIRECTORS**

**BUSINESS ADDRESS**

Antti Aarnio-Wihuri

Wihuri Oy, Head Office  
Wihurinaukio 2  
FIN-00570, Helsinki, Finland

J. Robert Lavery

Winpak  
100 Saulteaux Cres.  
Winnipeg, MB  
R3J 3T3

E. Ross Yarnell

Fillmore & Riley  
1700 Winnipeg Square  
360 Main Street  
Winnipeg, MB  
R3C 3Z3

J. Leppanen

Wihuri Oy, Head Office  
Wihurinaukio 2  
FIN-00570, Helsinki, Finland

Lawrence O. Pollard

Pollard Banknote Limited  
1499 Buffalo Place  
Winnipeg, MB  
R3T 1L7

Eileen A. Mercier

Finvoy Management Inc.  
77 Strathallan Blvd.  
Toronto, ON  
M5N 1S8

James W. Leech

Kasten Chase Applied Research Limited  
5100 Orbitor Drive  
Mississauga, ON  
L4W 4Z4

**OFFICERS**

**OFFICE HELD**

**ADDRESS**

Antti Aarnio-Wihuri

Chairman

As above

J. Robert Lavery

President/Vice Chairman

As above

E. Ross Yarnell

Secretary

As above

L. Kemp

Assistant-Secretary

Winpak  
100 Saulteaux Cres.  
Winnipeg, MB  
R3J 3T3