


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

FILED
May 08 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 # P19326 (8)																																																																																																																																																																											
1. Corporation Name HAHN HEATHROW, INC.																																																																																																																																																																											
Principal Place of Business 4350 L.J. VILLAGE DR 400 SAN DIEGO CA 92122-1233 US		Mailing Address 4350 L.J. VILLAGE DR 400 SAN DIEGO CA 92122 US																																																																																																																																																																									
2. Principal Place of Business 21		2a. Mailing Address 26																																																																																																																																																																									
Suite, Apt. #, etc. 22 Ste. 400, c/o Tax Dept.		Suite, Apt. #, etc. 27 Ste. 400, c/o Tax Dept.																																																																																																																																																																									
City & State 23		City & State 28																																																																																																																																																																									
Zip 24		Zip 29 92122-1233																																																																																																																																																																									
Country 25		Country 30																																																																																																																																																																									
9. Name and Address of Current Registered Agent UNITED STATES CORPORATION COMPANY 1201 HAYS STREET SUITE 105 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																																																																																																																																																																									
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 <table border="1"> <tr> <td>TITLE</td> <td>P</td> <td>DELETE</td> </tr> <tr> <td>NAME</td> <td>WAGMAN, LEE H</td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td>4350 L J VILLAGE DRIVE #400</td> <td></td> </tr> <tr> <td>CITY - ST - ZIP</td> <td>SAN DIEGO CA 92122-1233</td> <td></td> </tr> <tr> <td>TITLE</td> <td>V</td> <td>DELETE</td> </tr> <tr> <td>NAME</td> <td>WLEDEN LARSEN</td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td>#400, 4350 L J VILLAGE DRIVE</td> <td></td> </tr> <tr> <td>CITY - ST - ZIP</td> <td>SAN DIEGO CA</td> <td></td> </tr> <tr> <td>TITLE</td> <td>VD</td> <td>DELETE</td> </tr> <tr> <td>NAME</td> <td>HAGEMAN, DOUGLAS</td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td>4350 L J VILLAGE DRIVE, #400</td> <td></td> </tr> <tr> <td>CITY - ST - ZIP</td> <td>SAN DIEGO CA 92122-1233</td> <td></td> </tr> <tr> <td>TITLE</td> <td>D</td> <td>DELETE</td> </tr> <tr> <td>NAME</td> <td>GODOY, WENDY</td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td>4350 L J VILLAGE BOULEVARD #400</td> <td></td> </tr> <tr> <td>CITY - ST - ZIP</td> <td>SAN DIEGO CA 92122-1233</td> <td></td> </tr> <tr> <td>TITLE</td> <td>V</td> <td>DELETE</td> </tr> <tr> <td>NAME</td> <td>WAYNE FINLEY</td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td>4350 L J VILLAGE BOULEVARD, #400</td> <td></td> </tr> <tr> <td>CITY - ST - ZIP</td> <td>SAN DIEGO CA 92122-1233</td> <td></td> </tr> <tr> <td>TITLE</td> <td>V</td> <td>DELETE</td> </tr> <tr> <td>NAME</td> <td>DOYLE, WILLIAM H</td> <td></td> </tr> <tr> <td>STREET ADDRESS</td> <td>4350 L J VILLAGE BOULEVARD, #400</td> <td></td> </tr> <tr> <td>CITY - ST - ZIP</td> <td>SAN DIEGO CA</td> <td></td> </tr> </table>		TITLE	P	DELETE	NAME	WAGMAN, LEE H		STREET ADDRESS	4350 L J VILLAGE DRIVE #400		CITY - ST - ZIP	SAN DIEGO CA 92122-1233		TITLE	V	DELETE	NAME	WLEDEN LARSEN		STREET ADDRESS	#400, 4350 L J VILLAGE DRIVE		CITY - ST - ZIP	SAN DIEGO CA		TITLE	VD	DELETE	NAME	HAGEMAN, DOUGLAS		STREET ADDRESS	4350 L J VILLAGE DRIVE, #400		CITY - ST - ZIP	SAN DIEGO CA 92122-1233		TITLE	D	DELETE	NAME	GODOY, WENDY		STREET ADDRESS	4350 L J VILLAGE BOULEVARD #400		CITY - ST - ZIP	SAN DIEGO CA 92122-1233		TITLE	V	DELETE	NAME	WAYNE FINLEY		STREET ADDRESS	4350 L J VILLAGE BOULEVARD, #400		CITY - ST - ZIP	SAN DIEGO CA 92122-1233		TITLE	V	DELETE	NAME	DOYLE, WILLIAM H		STREET ADDRESS	4350 L J VILLAGE BOULEVARD, #400		CITY - ST - ZIP	SAN DIEGO CA		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 <table border="1"> <tr> <td>1.1 TITLE</td> <td>DV</td> <td>Change</td> <td>Addition</td> </tr> <tr> <td>1.2 NAME</td> <td>Andrew A. L. BLAIR</td> <td></td> <td></td> </tr> <tr> <td>1.3 STREET ADDRESS</td> <td>4350 LA JOLLA VILLAGE DR, Ste. 400, c/o TAX</td> <td></td> <td></td> </tr> <tr> <td>1.4 CITY - ST - ZIP</td> <td>San Diego, CA 92122-1233</td> <td></td> <td></td> </tr> <tr> <td>2.1 TITLE</td> <td>VS</td> <td>Change</td> <td>Addition</td> </tr> <tr> <td>2.2 NAME</td> <td>Douglas L. Hageman</td> <td></td> <td></td> </tr> <tr> <td>2.3 STREET ADDRESS</td> <td>4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX</td> <td></td> <td></td> </tr> <tr> <td>2.4 CITY - ST - ZIP</td> <td>San Diego, CA 92122-1233</td> <td></td> <td></td> </tr> <tr> <td>3.1 TITLE</td> <td>V</td> <td>Change</td> <td>Addition</td> </tr> <tr> <td>3.2 NAME</td> <td>Robert L. Sorensen</td> <td></td> <td></td> </tr> <tr> <td>3.3 STREET ADDRESS</td> <td>4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX</td> <td></td> <td></td> </tr> <tr> <td>3.4 CITY - ST - ZIP</td> <td>San Diego, CA 92122-1233</td> <td></td> <td></td> </tr> <tr> <td>4.1 TITLE</td> <td>DVTF</td> <td>Change</td> <td>Addition</td> </tr> <tr> <td>4.2 NAME</td> <td>Wendy M. Godoy</td> <td></td> <td></td> </tr> <tr> <td>4.3 STREET ADDRESS</td> <td>4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX</td> <td></td> <td></td> </tr> <tr> <td>4.4 CITY - ST - ZIP</td> <td>San Diego, CA 92122-1233</td> <td></td> <td></td> </tr> <tr> <td>5.1 TITLE</td> <td></td> <td>Change</td> <td>Addition</td> </tr> <tr> <td>5.2 NAME</td> <td></td> <td></td> <td></td> </tr> <tr> <td>5.3 STREET ADDRESS</td> <td>4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX</td> <td></td> <td></td> </tr> <tr> <td>5.4 CITY - ST - ZIP</td> <td>San Diego CA 92122-1233</td> <td></td> <td></td> </tr> <tr> <td>6.1 TITLE</td> <td>V</td> <td>Change</td> <td>Addition</td> </tr> <tr> <td>6.2 NAME</td> <td>Don S. Kovacic</td> <td></td> <td></td> </tr> <tr> <td>6.3 STREET ADDRESS</td> <td>4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX</td> <td></td> <td></td> </tr> <tr> <td>6.4 CITY - ST - ZIP</td> <td>San Diego, CA 92122-1233</td> <td></td> <td></td> </tr> </table>		1.1 TITLE	DV	Change	Addition	1.2 NAME	Andrew A. L. BLAIR			1.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR, Ste. 400, c/o TAX			1.4 CITY - ST - ZIP	San Diego, CA 92122-1233			2.1 TITLE	VS	Change	Addition	2.2 NAME	Douglas L. Hageman			2.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX			2.4 CITY - ST - ZIP	San Diego, CA 92122-1233			3.1 TITLE	V	Change	Addition	3.2 NAME	Robert L. Sorensen			3.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX			3.4 CITY - ST - ZIP	San Diego, CA 92122-1233			4.1 TITLE	DVTF	Change	Addition	4.2 NAME	Wendy M. Godoy			4.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX			4.4 CITY - ST - ZIP	San Diego, CA 92122-1233			5.1 TITLE		Change	Addition	5.2 NAME				5.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX			5.4 CITY - ST - ZIP	San Diego CA 92122-1233			6.1 TITLE	V	Change	Addition	6.2 NAME	Don S. Kovacic			6.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX			6.4 CITY - ST - ZIP	San Diego, CA 92122-1233		
TITLE	P	DELETE																																																																																																																																																																									
NAME	WAGMAN, LEE H																																																																																																																																																																										
STREET ADDRESS	4350 L J VILLAGE DRIVE #400																																																																																																																																																																										
CITY - ST - ZIP	SAN DIEGO CA 92122-1233																																																																																																																																																																										
TITLE	V	DELETE																																																																																																																																																																									
NAME	WLEDEN LARSEN																																																																																																																																																																										
STREET ADDRESS	#400, 4350 L J VILLAGE DRIVE																																																																																																																																																																										
CITY - ST - ZIP	SAN DIEGO CA																																																																																																																																																																										
TITLE	VD	DELETE																																																																																																																																																																									
NAME	HAGEMAN, DOUGLAS																																																																																																																																																																										
STREET ADDRESS	4350 L J VILLAGE DRIVE, #400																																																																																																																																																																										
CITY - ST - ZIP	SAN DIEGO CA 92122-1233																																																																																																																																																																										
TITLE	D	DELETE																																																																																																																																																																									
NAME	GODOY, WENDY																																																																																																																																																																										
STREET ADDRESS	4350 L J VILLAGE BOULEVARD #400																																																																																																																																																																										
CITY - ST - ZIP	SAN DIEGO CA 92122-1233																																																																																																																																																																										
TITLE	V	DELETE																																																																																																																																																																									
NAME	WAYNE FINLEY																																																																																																																																																																										
STREET ADDRESS	4350 L J VILLAGE BOULEVARD, #400																																																																																																																																																																										
CITY - ST - ZIP	SAN DIEGO CA 92122-1233																																																																																																																																																																										
TITLE	V	DELETE																																																																																																																																																																									
NAME	DOYLE, WILLIAM H																																																																																																																																																																										
STREET ADDRESS	4350 L J VILLAGE BOULEVARD, #400																																																																																																																																																																										
CITY - ST - ZIP	SAN DIEGO CA																																																																																																																																																																										
1.1 TITLE	DV	Change	Addition																																																																																																																																																																								
1.2 NAME	Andrew A. L. BLAIR																																																																																																																																																																										
1.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR, Ste. 400, c/o TAX																																																																																																																																																																										
1.4 CITY - ST - ZIP	San Diego, CA 92122-1233																																																																																																																																																																										
2.1 TITLE	VS	Change	Addition																																																																																																																																																																								
2.2 NAME	Douglas L. Hageman																																																																																																																																																																										
2.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX																																																																																																																																																																										
2.4 CITY - ST - ZIP	San Diego, CA 92122-1233																																																																																																																																																																										
3.1 TITLE	V	Change	Addition																																																																																																																																																																								
3.2 NAME	Robert L. Sorensen																																																																																																																																																																										
3.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX																																																																																																																																																																										
3.4 CITY - ST - ZIP	San Diego, CA 92122-1233																																																																																																																																																																										
4.1 TITLE	DVTF	Change	Addition																																																																																																																																																																								
4.2 NAME	Wendy M. Godoy																																																																																																																																																																										
4.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX																																																																																																																																																																										
4.4 CITY - ST - ZIP	San Diego, CA 92122-1233																																																																																																																																																																										
5.1 TITLE		Change	Addition																																																																																																																																																																								
5.2 NAME																																																																																																																																																																											
5.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX																																																																																																																																																																										
5.4 CITY - ST - ZIP	San Diego CA 92122-1233																																																																																																																																																																										
6.1 TITLE	V	Change	Addition																																																																																																																																																																								
6.2 NAME	Don S. Kovacic																																																																																																																																																																										
6.3 STREET ADDRESS	4350 LA JOLLA VILLAGE DR., Ste. 400, c/o TAX																																																																																																																																																																										
6.4 CITY - ST - ZIP	San Diego, CA 92122-1233																																																																																																																																																																										
14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 19.07(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: <i>Don S. Kovacic, Vice President</i> 4:30:97 (619) 546-3578 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #																																																																																																																																																																											



CR2E034 (9/96)

HAHN HEATHROW, INC
EIN 33-0294367
DOCUMENT # P19326
FLORIDA 1997 ANNUAL REPORT

Additional Officers:

<u>Name</u>	<u>Title</u>
Holli G. Hurley	Asst. Secretary
Richard A. Koop	Asst. Secretary

* The address for the above officers is as follows:

c/o Tax Dept.
4350 La Jolla Village Drive, Suite 400
San Diego, CA 92122-1233