

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

FILED

May 01 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Morham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P23536** (6)

1. Corporation Name  
**NATIONAL EDUCATION TRAINING GROUP, INC.**



Principal Place of Business <b>1751 W DIEHL RD NAPERVILLE IL 60566 US</b>	Mailing Address <b>18400 VON KARMAN AVENUE, 10TH FLOOR IRVINE CA 92612-1514</b>
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2. Principal Place of Business <b>21</b>		2a. Mailing Address <b>26 2601 Main Street</b>		3. Date Incorporated or Qualified <b>03/22/1989</b>	3a. Date of Last Report <b>02/07/1996</b>
Suite, Apt #, etc. <b>22</b>		Suite, Apt #, etc. <b>27 Suite 700</b>		4. FEI Number <b>68-0179533</b>	Applied For Not Applicable
City & State <b>23</b>		City & State <b>28 Irvine, CA</b>		5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
Zip <b>24</b>	Country <b>25</b>	Zip <b>29 92614</b>	Country <b>30 USA</b>	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
				8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD 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	<b>FL</b> 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 re-stating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>P MORAN, CHARLES E</b>	1.2 NAME	
STREET ADDRESS	<b>1751 WEST DIEHL RD</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NAPEVILLE IL</b>	1.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>VPSD MAYNARD, PHILIP C</b>	2.2 NAME	
STREET ADDRESS	<b>18400 VON KARMAN AVE.</b>	2.3 STREET ADDRESS	<b>2601 Main Street, Suite 700</b>
CITY-ST-ZIP	<b>IRVINE CA</b>	2.4 CITY-ST-ZIP	<b>Irvine, CA 92614</b>
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>VPCF MCDONALD, THOMAS J</b>	3.2 NAME	
STREET ADDRESS	<b>1751 WEST DIEHL RD</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NAPERVILLE IL</b>	3.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>VPTD OGATA, KEITH K.</b>	4.2 NAME	
STREET ADDRESS	<b>18400 VON KARMAN AVE.</b>	4.3 STREET ADDRESS	<b>2601 Main Street, Suite 700</b>
CITY-ST-ZIP	<b>IRVINE CA</b>	4.4 CITY-ST-ZIP	<b>Irvine, CA 92614</b>
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>AT JARDON, STEPHEN</b>	5.2 NAME	
STREET ADDRESS	<b>18400 VON KARMAN AVE</b>	5.3 STREET ADDRESS	<b>2601 Main Street, Suite 700</b>
CITY-ST-ZIP	<b>IRVINE CA</b>	5.4 CITY-ST-ZIP	<b>Irvine, CA 92614</b>
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>AT CLAUSEN, JOHN L</b>	6.2 NAME	
STREET ADDRESS	<b>18400 VON KARMAN AVE</b>	6.3 STREET ADDRESS	<b>2601 Main Street, Suite 700</b>
CITY-ST-ZIP	<b>IRVINE CA</b>	6.4 CITY-ST-ZIP	<b>Irvine, CA 92614</b>

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: John L. Clausen 4/25/97 (714) 474-9400  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

**NATIONAL EDUCATION TRAINING GROUP, INC. (NEVADA CORPORATION)**  
**THE TERM OF OFFICE FOR ALL OFFICERS AND DIRECTORS EXPIRES IN MAY 1997**

<b><u>DIRECTORS</u></b>	<b><u>TITLE</u></b>	<b><u>ADDRESS</u></b>
Sam Yau, Chairman	Director	2601 Main Street, Suite 700 Irvine, CA 92614
Keith K. Ogata	Director	2601 Main Street, Suite 700 Irvine, CA 92614
Philip C. Maynard	Director	2601 Main Street, Suite 700 Irvine, CA 92614

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<b><u>OFFICERS</u></b>	<b><u>TITLE</u></b>	<b><u>ADDRESS</u></b>
Charles E. Moran	President	1751 West Diehl Road Naperville, IL 60563
Thomas J. McDonald	Vice President and Chief Financial Officer	1751 West Diehl Road Naperville, IL 60563
Dr. James J. L'Allier	Vice President - Product Development	1751 West Diehl Road Naperville, IL 60563
Jerry Nine	Vice President - Sales and Marketing	1751 West Diehl Road Naperville, IL 60563
Mark Townsend	Vice President - Advanced Technology	1751 West Diehl Road Naperville, IL 60563
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
Glen Medwid	Controller	2601 Main Street, Suite 700 Irvine, CA 92614
John Clausen	Assistant Treasurer	2601 Main Street, Suite 700 Irvine, CA 92614
Stephen Jardon	Assistant Treasurer	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