


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

FILED  
Apr 24 1998 8:00am  
Secretary of State

<b>PROFIT CORPORATION ANNUAL REPORT 1998</b>				FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # P25239 (5)</b> 1. Corporation Name <b>TOP SOURCE TECHNOLOGIES, INC.</b>					
Principal Place of Business <b>7108 FAIRWAY DR. SUITE 200 PALM BEACH GARDENS FL 33418-3757 US</b>			Mailing Address <b>7108 FAIRWAY DR. SUITE 200 PALM BEACH GARDENS FL 33418-3757 US</b>		
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29		3. Date Incorporated or Qualified <b>07/19/1989</b> 4. FEI Number <b>84-1027821</b> 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b> 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b> 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent <b>C T CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD SUITE 2202 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 Signature typed or printed name of registered agent and title if applicable (NOTE: Registered Agent's signature required when reinstating) DATE					
12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<b>D</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
NAME	<b>MOORE, PAUL F</b>	1.2 NAME	<b>G. JEFF MENNEN</b>		
STREET ADDRESS	<b>16622 TRADERS CROSSING #201</b>	1.3 STREET ADDRESS	<b>7108 FAIRWAY DRIVE, # 200</b>		
CITY-ST-ZIP	<b>JUPITER FL</b>	1.4 CITY-ST-ZIP	<b>PALM BEACH GARDENS, FL 33418</b>		
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<b>P</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
NAME	<b>CARLTON, JOYCE</b>	2.2 NAME	<b>WILLIAM C. WILLIS</b>		
STREET ADDRESS	<b>3125 PRESIDENTIAL WAY</b>	2.3 STREET ADDRESS	<b>7108 FAIRWAY DR, # 200</b>		
CITY-ST-ZIP	<b>ATLANTA GA</b>	2.4 CITY-ST-ZIP	<b>PALM BEACH GARDENS, FL 33418</b>		
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<b>C D</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
NAME	<b>LAUER, CLINTON D</b>	3.2 NAME	<b>STUART LANDOW</b>		
STREET ADDRESS	<b>4053 HIDDEN WOODS DRIVE</b>	3.3 STREET ADDRESS	<b>7108 FAIRWAY DR, SUITE 200</b>		
CITY-ST-ZIP	<b>BLOOMFIELD HILLS MI</b>	3.4 CITY-ST-ZIP	<b>PALM BEACH GARDENS, FL 33418</b>		
TITLE	<b>D</b> <input type="checkbox"/> DELETE	4.1 TITLE	<b>D</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
NAME	<b>BURD, RONALD P</b>	4.2 NAME	<b>KERRY VICKERS</b>		
STREET ADDRESS	<b>19 SOUTH WATERLOO</b>	4.3 STREET ADDRESS	<b>7108 FAIRWAY DRIVE, # 200</b>		
CITY-ST-ZIP	<b>DEVON PA</b>	4.4 CITY-ST-ZIP	<b>PALM BEACH GARDENS, FL 33418</b>		
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	5.1 TITLE			
NAME	<b>SADEGHI, MANI A.</b>	5.2 NAME			
STREET ADDRESS	<b>44 WHIPPANY RD.</b>	5.3 STREET ADDRESS			
CITY-ST-ZIP	<b>MORRISTOWN NJ 07962</b>	5.4 CITY-ST-ZIP			
TITLE	<b>VDCF</b> <input type="checkbox"/> DELETE	6.1 TITLE	<b>VTS</b> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	<b>NATAN, DAVID</b>	6.2 NAME			
STREET ADDRESS	<b>7108 FAIRWAY DR.</b>	6.3 STREET ADDRESS			
CITY-ST-ZIP	<b>PALM BEACH GARDENS FL 33418-3757</b>	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 recipient 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

CR2E034 (10/97)