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Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P26127

(1)

1. Corporation Name

MILCARE, INC.

Principal Place of Business

ATTN: CORP TAX DEPT. 0252
855 E. MAIN AVE.
ZEELAND MI 49464
US

Mailing Address

ATTN: CORP TAX DEPT. 0252
855 E. MAIN AVE.
ZEELAND MI 49464-1366
US

3. Date Incorporated or Qualified

09/19/1989

3a. Date of Last Report

05/01/1996

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

Country

28 Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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

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

TITLE V
NAME ADAMS, JOHN R.
STREET ADDRESS 1111 OAKLEIGH NW
CITY-ST-ZIP GRAND RAPIDS MI

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

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 of Michael C. Walker
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
MICHAEL C. WALKER

4/12/97

654-3422

0499901

CR2E034 (9/96)

Board of Directors (elected 10/03/96; minimum three):

	<u>Home Address</u>	<u>Originally Elected</u>
David L. Reid	235 Little Station Road Holland, MI 49424	06/05/95
Michael A. Volkema	283 Whispering Way Holland, MI 49424	06/05/95
Brian C. Walker	2684 Gullmont Dr., SW Grandville, MI 49418	06/05/95

Officers (elected 10/03/96):

	<u>Home Address</u>	<u>Social Security #</u>
Michael A. Volkema President	283 Whispering Way Holland, MI 49424	291-54-6418
David L. Reid Sr. Vice President and General Manager	235 Little Station Road Holland, MI 49424	379-58-3389
John R. Adams Vice President, Research and Development	1111 Oakleigh, NW Grand Rapids, MI 49504	232-78-6887
Joseph M. Nowicki Vice President of Finance and Operations	435 Wave Ct. Holland, MI 49424	081-58-2555
Brian C. Walker Secretary and Treasurer	2684 Gullmont Dr., SW Grandville, MI 49418	380-80-6054
Thomas Livengood Vice President of Sales, East	2690 Misty Morning Lane Roswell, GA 30076	482-52-1394
Richard Goodwin Vice President of Sales, West	Nine Pin Oak Court Trophy Club, TX 76262	255-66-5845