FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT **1996**

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

DOCUMENT # **P27371** **(4)**

1. Corporation Name
ECO SOIL SYSTEMS, INC.

Principal Place of Business	Mailing Address
10890 THORNMINT RD SUITE 200 SAN DIEGO CA 92127 US	10890 THORNMINT RD SUITE 200 SAN DIEGO CA 92127 US

3. Date Incorporated or Qualified: 12/15/1989
3a. Date of Last Report: 08/03/1995
4. FEI Number: 47-0709577 [ ] Applied For [ ] Not Applicable
5. Certificate of Status Desired [ ] **$8.75** Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes. [ ] Yes [ ] No

2. Principal Place of Business
21
Suite, Apt. #, etc.
22
City & State
23
Zip 24 Country 25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
Zip 29 Country 30

9. **Name and Address of Current Registered Agent**

SIMPSON, TERRY
13749 FOLKSTONE CIR
WELLINGTON FL 33414

10. **Name and Address of New Registered Agent**
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 ______ DATE ______

12. OFFICERS AND DIRECTORS

TITLE	VD	[X] DELETE
NAME	SIMPSON, TERRY	
STREET ADDRESS	13749 FOLKSTONE CIR	
CITY-ST-ZIP	WELLINGTON FL	
TITLE	D	[ ] DELETE
NAME	EDWARDS, BRAD	
STREET ADDRESS	1248 "O" ST, STE 780	
CITY-ST-ZIP	LINCOLN NE	
TITLE	C	[ ] DELETE
NAME	ADAMS, WILLIAM B	
STREET ADDRESS	1890 THORNMINT RD SUITE 200	
CITY-ST-ZIP	SAN DIEGO CA	
TITLE	PTS	[ ] DELETE
NAME	JOHNSON, JEFFREY A	
STREET ADDRESS	10890 THORNMINT RD SUITE 200	
CITY-ST-ZIP	SAN DIEGO CA	
TITLE	V	[ ] DELETE
NAME	RUNYON, LARRY	
STREET ADDRESS	10890 THORNMINT RD SUITE 200	
CITY-ST-ZIP	SAN DIEGO CA	
TITLE	D	[ ] DELETE
NAME	OSBORN, BART	
STREET ADDRESS	360 ORONO ORCHARD RD	
CITY-ST-ZIP	WAYZATA MN	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	[ ] Change	[ ] Addition
12 NAME		
13 STREET ADDRESS		
14 CITY-ST-ZIP		
21 TITLE	[ ] Change	[ ] Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE	[ ] Change	[ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE	[ ] Change	[ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE	[ ] Change	[ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE	[ ] Change	[ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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]
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

2/15/96 DATE 619-675-1660 DAYTIME PHONE

CR2E034 (12/95)