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FILED
Apr 16 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 # P32978 (9)
1. Corporation Name
EATON DESIGN GROUP, INC.



Principal Place of Business
8115 OLD DOMINION DR
SUITE 100
MCLEAN VA 22102
US

Mailing Address
8115 OLD DOMINION DR
SUITE 100
MCLEAN VA 22102-2312
US

3. Date Incorporated or Qualified
02/27/1991

3a. Date of Last Report
04/26/1996

| | | | |
|--------------------------------|---------------------|---|--|
| 2. Principal Place of Business | 2a. Mailing Address | 4. FEI Number | Applied For |
| 21 | 26 | 54-1234526 | Not Applicable |
| Suite, Apt. #, etc. | Suite, Apt. #, etc. | 5. Certificate of Status Desired | \$8.75 Additional Fee Required |
| 22 | 27 | <input type="checkbox"/> | |
| City & State | City & State | 6. Election Campaign Financing | \$5.00 May Be Added to Fees |
| 23 | 28 | Trust Fund Contribution | <input type="checkbox"/> |
| Zip | Zip | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 24 | 29 | | |
| Country | Country | | |
| 25 | 30 | | |

9. Name and Address of Current Registered Agent

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

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

| | | |
|----------------|--------------------------|---------------------------------|
| TITLE | PTD | <input type="checkbox"/> DELETE |
| NAME | EATON, FRANKLIN S. | |
| STREET ADDRESS | 8012 GREENWICH WOODS DR. | |
| CITY-ST-ZIP | MCLEAN VA | |
| TITLE | CD | <input type="checkbox"/> DELETE |
| NAME | EATON, FRANKLIN S. | |
| STREET ADDRESS | 8012 GREENWICH WOODS DR. | |
| CITY-ST-ZIP | MCLEAN VA | |
| TITLE | VSD | <input type="checkbox"/> DELETE |
| NAME | EATON, BONNIE B. | |
| STREET ADDRESS | 8012 GREENWICH WOODS DR. | |
| CITY-ST-ZIP | MCLEAN VA | |
| TITLE | D | <input type="checkbox"/> DELETE |
| NAME | HERGE, J. CURTIS | |
| STREET ADDRESS | 35 RUTHERFORD CIRCLE | |
| CITY-ST-ZIP | STERLING VA | |
| TITLE | V | <input type="checkbox"/> DELETE |
| NAME | INTERNICOLA, GARY W. | |
| STREET ADDRESS | 6820 GAINES STREET | |
| CITY-ST-ZIP | BURKE VA | |
| TITLE | D | <input type="checkbox"/> DELETE |
| NAME | EATON, SETH D | |
| STREET ADDRESS | 8012 GREENWICH WOODS DR | |
| CITY-ST-ZIP | MCLEAN VA | |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| | |
|--------------------|---|
| 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME | |
| 1.3 STREET ADDRESS | |
| 1.4 CITY-ST-ZIP | |
| 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME | |
| 2.3 STREET ADDRESS | |
| 2.4 CITY-ST-ZIP | |
| 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME | |
| 3.3 STREET ADDRESS | |
| 3.4 CITY-ST-ZIP | |
| 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME | |
| 4.3 STREET ADDRESS | |
| 4.4 CITY-ST-ZIP | |
| 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME | |
| 5.3 STREET ADDRESS | |
| 5.4 CITY-ST-ZIP | |
| 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 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]* 4-7-97 703.7908488

CR2E034 (9/96)