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May 06, 1999 8:00 am
Secretary of State

05-06-1999 90135 025 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **P34815**

1. Corporation Name
SOFTWARE SPECTRUM, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business
**2140 MERRITT DRIVE
 GARLAND TX 75041**

Mailing Address
**2140 MERRITT DRIVE
 GARLAND TX 75041**

3. Date Incorporated or Qualified
07/26/1991

4. FEI Number
75-1878002

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 owes the current year Intangible Personal Property Tax. Yes No

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

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

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 _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DCEO <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SIMS, JUDY O.	1.2 NAME	
STREET ADDRESS	2140 MERRITT DRIVE	1.3 STREET ADDRESS	
CITY-ST-ZIP	GARLAND TX	1.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	COOGAN, KEITH R.	2.2 NAME	
STREET ADDRESS	2140 MERRITT DRIVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	GARLAND TX	2.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KING, ROGER R.	3.2 NAME	
STREET ADDRESS	2140 MERRITT DRIVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	GARLAND TX	3.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TINDLE, FRANK	4.2 NAME	
STREET ADDRESS	2140 MERRITT DRIVE	4.3 STREET ADDRESS	
CITY-ST-ZIP	GARLAND TX	4.4 CITY-ST-ZIP	
TITLE	VPD <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	SIMS, RICHARD G	5.2 NAME	V GRAHAM ROBERT D
STREET ADDRESS	2140 MERRITT DRIVE	5.3 STREET ADDRESS	2140 MERRITT DRIVE
CITY-ST-ZIP	GARLAND TX	5.4 CITY-ST-ZIP	GARLAND TX
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BROWN, JIM	6.2 NAME	
STREET ADDRESS	2140 MERRITT DR	6.3 STREET ADDRESS	
CITY-ST-ZIP	GARLAND TX	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 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, with all other like empowered.

SIGNATURE: _____ 4/28/99 (972) 840-6600
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/1/98)