

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

FILED
May 13 1998 8:00am
Secretary of State

PROFIT CORPORATION. ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P38719 (1)
 1. Corporation Name
MAINTENANCE WAREHOUSE/AMERICA CORP.



Principal Place of Business P. O. BOX 85838 SAN DIEGO CA 92186	Mailing Address P. O. BOX 85838 SAN DIEGO CA 92186
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Country
24 Country	29 Zip
25 Country	30 Country

3. Date Incorporated or Qualified 05/01/1992	
4. FEI Number 75-2007383	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
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

C T CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
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	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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	NEELEY, JONATHAN L	
STREET ADDRESS	5505 MOREHOUSE DRIVE, #300	
CITY-ST-ZIP	SAN DIEGO CA 92121	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	TURK, RONALD	
STREET ADDRESS	5505 MOREHOUSE DRIVE, #300	
CITY-ST-ZIP	SAN DIEGO CA 92121	
TITLE	VPS	<input type="checkbox"/> DELETE
NAME	SMITH, LAWRENCE A	
STREET ADDRESS	5505 MOREHOUSE DRIVE, #300	
CITY-ST-ZIP	SAN DIEGO CA 92121	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	MENTER, LAWRENCE K	
STREET ADDRESS	5505 MOREHOUSE DRIVE, #300	
CITY-ST-ZIP	SAN DIEGO CA 92121	
TITLE	D	<input type="checkbox"/> DELETE
NAME	TOME, CAROL B	
STREET ADDRESS	5505 MOREHOUSE DRIVE, #300	
CITY-ST-ZIP	SAN DIEGO CA 92121	
TITLE	D	<input type="checkbox"/> DELETE
NAME	DAY, MARSHALL L	
STREET ADDRESS	5505 MOREHOUSE DRIVE, #300	
CITY-ST-ZIP	SAN DIEGO CA 92121	

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 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: Ronald Turk *Ronald Turk* 4/30/98 (619) 550-5000

CR2E034 (10/97)

Maintenance Warehouse/America Corp.

List of Maintenance Warehouse Officers & Directors

As of April 14, 1997

Officers

Jonathan L. Neeley
President
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 562-78-3582
DOB: 01/10/62

Steven Neeley
V.P. Sales
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 562-78-3580
DOB: 12/24/62

Ronald Turk
V.P. Chief Financial Officer
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 286-52-9095
DOB: 09/23/54

Michael Brown
V.P. Informations Systems
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 462-45-0883
DOB: 11/05/51

Lawrence A. Smith
V.P. Legal & Secretary
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 126-38-7548
DOB: 06/23/47

Carol B. Tome
Treasurer
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 520-64-2155
DOB: 01/08/57

Lawrence K. Menter
Assistant Secretary
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 086-46-3638
DOB: 02/04/58

Marshall L. Day
Vice President
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 255-70-0935
DOB: 02/23/44

Kevin A. Peters
V.P. Logistics
5505 Morehouse Drive, #300
San Diego, CA 92121
SSN# 559-11-9261
DOB: 08/21/57