

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

FILED
Mar 23 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 # P39815 (6)
1. Corporation Name
FIDELITY JV HOLDING COMPANY NUMBER ONE, INC.



Principal Place of Business 6225 SMITH AVE. LA0302 BALTIMORE MD 21209 US	Mailing Address 6225 SMITH AVE. LA0302 BALTIMORE MD 21209 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 6225 Centennial Way Suite, Apt. #, etc. 22 LA 0302 City & State 23 Baltimore MD Zip 24 21209 Country 25 USA		2a. Mailing Address 26 6225 Centennial Way Suite, Apt. #, etc. 27 LA 0302 City & State 28 Baltimore MD Zip 29 21209 Country 30 USA		3. Date Incorporated or Qualified 07/28/1992	
		4. FEI Number 52-1631825		Applied For 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 HIO CORPORATE SERVICES, INC. 528 EAST PARK AVENUE SUITE 200 TALLAHASSEE FL 32301		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	
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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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WERHANE, CHARLES R.	1.2 NAME	
STREET ADDRESS	6225 SMITH AVE.	1.3 STREET ADDRESS	
CITY-ST-ZIP	BALTIMORE MD	1.4 CITY-ST-ZIP	
TITLE	V	2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	SAVAGE, JON B.	2.2 NAME	Vice President
STREET ADDRESS	6225 SMITH AVE.	2.3 STREET ADDRESS	Biesecker, Pamela
CITY-ST-ZIP	BALTIMORE MD	2.4 CITY-ST-ZIP	6225 Centennial Way LA0302
TITLE	S	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HOFFEN, JOHN F., JR.	3.2 NAME	
STREET ADDRESS	6225 SMITH AVE.	3.3 STREET ADDRESS	
CITY-ST-ZIP	BALTIMORE MD	3.4 CITY-ST-ZIP	
TITLE	T	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MISTLER, RONALD C	4.2 NAME	T
STREET ADDRESS	6225 SMITH AVE.	4.3 STREET ADDRESS	Mishler, Ronald C.
CITY-ST-ZIP	BALTIMORE MD	4.4 CITY-ST-ZIP	
TITLE	VP	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BRINK, RINSE A	5.2 NAME	
STREET ADDRESS	6225 SMITH AVE.	5.3 STREET ADDRESS	
CITY-ST-ZIP	BALTIMORE MD	5.4 CITY-ST-ZIP	
TITLE	VPAS	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WESOLDWSKI, JOSEPH A.	6.2 NAME	
STREET ADDRESS	6225 SMITH AVE.	6.3 STREET ADDRESS	
CITY-ST-ZIP	BALTIMORE MD	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: Pamela B. Biesecker 3-13-98 (410) 205-5312

CR2E034 (10/97)