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

PROFIT CORPORATION ANNUAL REPORT

1998

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

FILED
Jan 15 1998 8:00am
Secretary of State

DOCUMENT # P94000009961 (1)

1. Corporation Name
VICON INTERNATIONAL CORP.

Principal Place of Business:
1020 NW 6TH ST.,
BLDG. H & I
DEERFIELD BEACH FL 33442
US

Mailing Address:
1020 NW 6TH ST.
BLDG. H & I
DEERFIELD BEACH FL 33442
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
01/31/1994

4. FEI Number
65-0467459 [ ] 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 owes or has paid the current year Intangible Personal Property Tax due June 30. [X] Yes [ ] No

2. Principal Place of Business
21 1650 S. Dixie Highway
Suite, Apt. #, etc.
22 3rd Floor
City & State
23 Boca Raton, Florida
Zip 24 33432
Country 25 Palm Beach

2a. Mailing Address
26 1650 S. Dixie Highway
Suite, Apt. #, etc.
27 3rd Floor
City & State
28 Boca Raton, Florida
Zip 29 33432
Country 30 Palm Beach

9. Name and Address of Current Registered Agent
GOODMAN, STEPHEN M.
1020 NW 6TH ST.
BLDG. H & I
DEERFIELD BEACH FL 33442

10. Name and Address of New Registered Agent
81 Name
Stephen Colangelo
82 Street Address (P.O. Box Number is Not Acceptable)
1650 S. Dixie Highway
83
3rd Floor
84 City
Boca Raton FL
85 Zip Code
33432

11. Pursuant to the provisions of Section 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 election 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: 1/7/98
(Signature of the registered agent, if applicable) (PRINT Name of Registered Agent or Registered Representative) DATE

12. OFFICERS AND DIRECTORS

TITLE	PD	[X] DELETE
NAME	COLANGELO, VINCENT	
STREET ADDRESS	1020 NW 6TH ST.	
CITY-ST-ZIP	DEERFIELD BEACH FL 33442	
TITLE	ST	[X] DELETE
NAME	HAMMOTH, SHARLENE	
STREET ADDRESS	1020 NW 6TH ST.	
CITY-ST-ZIP	DEERFIELD BEACH FL 33442	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	PDST	[X] Change [ ] Addition
12 NAME	Stephen Colangelo	
13 STREET ADDRESS	1650 S. Dixie Highway, 3rd Floor	
14 CITY-ST-ZIP	Boca Raton, Florida 33432	
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		

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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 supplement to 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: 1/7/98