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Directors, Officers Report

Penda International Holding Corporation

February 19, 1999

DIRECTORS

Earl W. Powell Director
Effective: August 21, 1998

Jack L. Thompson Director
Effective: July 07, 1997

Leo E. Waner Director
Effective: July 07, 1997

OFFICERS

Earl W. Powell Chairman of the Board
Effective: August 21, 1998

Jack L. Thompson Chief Executive Officer
Effective: July 07, 1997

. President
Effective: July 07, 1997

Peter W. Klein Secretary
Effective: November 16, 1994

Marilyn D. Kuffner Assistant Secretary
Effective: November 16, 1994

Leo E. Waner Treasurer
Effective: July 07, 1997

Effective: July 07, 1997
Chief Financial Officer