
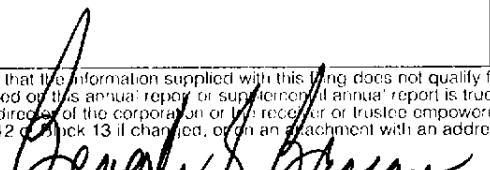


FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED  
Jun 26 1997 8:00am  
Secretary of State

<b>PROFIT CORPORATION ANNUAL REPORT 1997</b>		 FLORIDA DEPARTMENT OF STATE <b>Sandra B. Morthach</b> Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # P94000088383</b> 1. Arizona NTD Florida, Inc.			
Principal Place of Business <b>410 N. 44th St., #700 Phoenix, AZ 85008</b>		Mailing Address <b>410 N. 44th St., #700 Phoenix, AZ 85008</b>	
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 Zip	
24 Country		29 Country	
25		30	
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
<b>CT Corporation System 1200 South Pine Island Road Plantation, FL 33324</b>		81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City <b>FL</b> 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: _____ Signature typed or printed name of registered agent, and title, if applicable. (NOTE: Registered Agent signature required when re-stating.) DATE: _____			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-ST-ZIP	
P/D Richard M. Kelleher 410 N. 44th St., #700 Phoenix, AZ 85008		11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-ST-ZIP	
V/T/D David A. Heuck 410 N. 44th St., #700 Phoenix, AZ 85008		21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-ST-ZIP	
S/D Beverly S. Brown 410 N. 44th St., #700 Phoenix, AZ 85008		31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		41 TITLE 42 NAME 43 STREET ADDRESS 44 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		51 TITLE 52 NAME 53 STREET ADDRESS 54 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		61 TITLE 62 NAME 63 STREET ADDRESS 64 CITY-ST-ZIP	
14. I do 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 its 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.		400002224414 -06/27/97--01003--009 ***550.00	
SIGNATURE: 		/Beverly S. Brown 5/20/97 (602)220-6778	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date Daytime Phone #	

CR2E034 (9/96)