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**Apr 21 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # P95000056934 (9)
1. Corporation Name
AEGIS-CORNERSTONE, INC.



Principal Place of Business: 170-G COLLEGE DRIVE, ORANGE PARK FL 32065
Mailing Address: 170-G COLLEGE DRIVE, ORANGE PARK FL 32065-7601

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21		26		07/24/1995	04/23/1996
22		27		4. FEI Number	Applied For
Suite, Apt. #, etc.		Suite, Apt. #, etc.		59-3334213	Not Applicable
23		28		5. Certificate of Status Desired	\$8.75 Additional Fee Required
City & State		City & State		<input type="checkbox"/>	
24		29		6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
Zip		Zip		<input type="checkbox"/>	
Country		Country		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
ARMISTEAD, DAWN M 170-G COLLEGE DRIVE ORANGE PARK FL 32065				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	FL	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 reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P	1.1 TITLE	PRESIDENT
NAME	FRYE, DAWN A	1.2 NAME	DAWN A. FRYE
STREET ADDRESS	1863 ONTARIO COURT	1.3 STREET ADDRESS	1839 QUEBEC CT.
CITY-ST-ZIP	MIDDLEBURG FL	1.4 CITY-ST-ZIP	MIDDLEBURG, FL 32068
TITLE	VP	2.1 TITLE	VP
NAME	LARRY F SWANSON	2.2 NAME	LARRY F. SWANSON
STREET ADDRESS	1775 EMERALD LANE	2.3 STREET ADDRESS	222 B ASTOR PLACE MA #11
CITY-ST-ZIP	MIDDLEBURG FL	2.4 CITY-ST-ZIP	ORANGE PARK, FL 32073
TITLE	VP	3.1 TITLE	
NAME	RICHARD D. ARMISTEAD	3.2 NAME	
STREET ADDRESS	1863 ONTARIO Ct.	3.3 STREET ADDRESS	
CITY-ST-ZIP	MIDDLEBURG, FL 32068	3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 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 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 in an attachment with an address.

SIGNATURE _____ DATE 4-11-97

CR2E034 (9/96)