

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED

Jul 09 1998 8:00am
 Secretary of State

PROFIT CORPORATION
 ANNUAL REPORT
 1998



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

DOCUMENT # P96000074821 (5)
 1. Corporation Name

RDI SYSTEMS, INC.



Principal Place of Business

258 PALMETTO COURT
 JUPITER FL 33458

Mailing Address

258 PALMETTO COURT
 JUPITER FL 33458

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

09/06/1996

4. FEI Number

65-0692778

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. Yes No

2. Principal Place of Business

21 15819 80th DR. N

Suite, Apt. #, etc.

22 Palm Beach Gardens, FL

City & State

23

24 Zip 33418

Country

25 US

2a. Mailing Address

26 15819 80th DR. N

Suite, Apt. #, etc.

27 Palm Beach Gardens, FL

City & State

28

29 Zip 33418

Country

30 US

9. Name and Address of Current Registered Agent

IRVING, RICHARD D
 258 PALMETTO COURT
 JUPITER FL 33458

10. Name and Address of New Registered Agent

81 Name IRVING, Richard D.
 82 Street Address (P.O. Box Number is Not Acceptable)
 15819 80th DR. N
 83
 84 City Palm Beach Gardens, FL 85 Zip Code 33418

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

TITLE PVST DELETE

NAME IRVING, RICHARD D
 STREET ADDRESS 258 PALMETTO COURT
 CITY-ST-ZIP JUPITER FL 33458

TITLE D DELETE

NAME IRVING, RICHARD D
 STREET ADDRESS 258 PALMETTO COURT
 CITY-ST-ZIP JUPITER FL 33458

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

1.1 TITLE Change Addition

1.2 NAME
 1.3 STREET ADDRESS 15819 80th DR. N
 1.4 CITY-ST-ZIP Palm Beach Gardens, FL

2.1 TITLE Change Addition

2.2 NAME
 2.3 STREET ADDRESS 15819 80th DR. N
 2.4 CITY-ST-ZIP Palm Beach Gardens, FL

3.1 TITLE Change Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE Change Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Change Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE Change Addition

6.2 NAME

6.3 STREET ADDRESS

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: *Richard D. Irving*

2 Jul 98

561/447/0896

CR2E034 (5/98)