

• 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).

APPROVED
AND
FILED

98 AUG -7 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

0086766

PROFIT CORPORATION ANNUAL REPORT 1998

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

DOCUMENT # P96000075858 (6)
1. Corporation Name I-CAP, INC.

Principal Place of Business 4616 W KENNEDY BLVD TAMPA FL 33609
Mailing Address 4616 W KENNEDY BLVD TAMPA FL 33609



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 5706 Benjamin Center Dr
Suite, Apt. #, etc. 22 116
City & State 23 Tampa, Florida
Zip 24 33634 Country 25 USA
2a. Mailing Address 26 5706 Benjamin Center Dr
Suite, Apt. #, etc. 27 116
City & State 28 Tampa, Florida
Zip 29 33634 Country 30 USA

3. Date Incorporated or Qualified 09/10/1996
4. FEI Number 59-3401864
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

9. Name and Address of Current Registered Agent
MARTIN, EARL R
4616 W KENNEDY BLVD
TAMPA FL 33609
5706 Benjamin Center Dr
Suite 116
Tampa, Florida 33634

10. Name and Address of New Registered Agent
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
TITLE D
NAME MARTIN, EARL R
STREET ADDRESS 4616 W KENNEDY BLVD
CITY-ST-ZIP TAMPA FL 33609
5706 Benjamin Center Dr
Suite 116
Tampa, Florida 33634

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP
2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP
3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP
4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP
5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP
6.1 TITLE
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

CR2E034 (5/98)

I-CAP, Inc.
5706 Benjamin Center Drive
Suite 116
Tampa, Florida 33634
Office (813)-880-0909
Fax (813)-880-0603

July 6, 1998

Division of Corporations
Annual Reports Filings
PO Box 1500
Tallahassee, Florida 32302-1500
RE: I-CAP, Inc.

To Sean:

Per Sean's request, with the Annual Reports Filings Division, I am writing this letter to inform you that I-CAP, Inc. did not receive the packet for filing on time with the State.

Also, when I sent a letter per Sean's request, it was sent back to me without being processed. Hopefully, this will satisfy any and all requests so that we may comply fully with the Division of Corporation Annual Reports Filings.

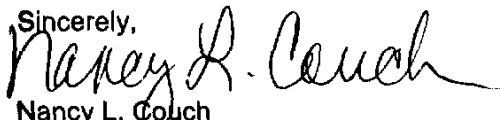
We also understand that we are not responsible for the penalty due to this oversight.

Enclosed you will find the documentation along with the respective payment.

If there are any questions regarding this situation, please do not hesitate contacting Earl Martin or myself at (813)-880-0909.

Thank you for your prompt attention in this matter.

Sincerely,



Nancy L. Couch
Controller
TFC.NET Corporation
I-CAP, Inc.

NLC/dg