2005 FOR PROFIT CORPORATION

SIGNATURE:

SIGNATURE NO TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Apr 27, 2005 08:00 AM **ANNUAL REPORT** Secretary of State **DOCUMENT # P97000037848** 1. Entity Name PEXION, INC. Principal Place of Business 4420 BEACON CIRCLE., STE 100 184 VILLAGE BOULEVARD WEST PALM BEACH, FL 33407 JUPITER, FL 33458 No Chg-P 03222005 CR2E034 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number 65-0830119 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent WARD III. PHILIP H DO NOT WRITE 4420 BEACON CIRCLE STE 100 IN THIS SPACE WEST PALM BEACH, FL 33407 5. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE_ Signature, typed or printed name of registered agent and title if applicable. (NOTE, Registered Agent signature required when reinstating) DATE 9. Election Campaign Financing \$5.00 May Be Added to Fees FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 Trust Fund Contribution. OFFICERS AND DIRECTORS 10. TITLE LINGJAERDE, TOR NAME 184 VILLAGE BLVD STREET ADDRESS U00000334394 04/27/05-80043-004 150.80 CITY-ST-ZIP JUPITER, FL 33458 VP TITLE WARD III, PHILIP H NAME 4420 BEACON CIRCLE, #100 STREET ADDRESS WEST PALM BEACH, FL 33407 CITY-ST-ZIP TITLE NAME STREET ADDRESS DO NOT WRITE CITY-ST-ZIP IN THIS SPACE TITLE NAME STREET ADDRESS CITY -ST-ZIP TITLE NAME STREET ADDRESS CITY - ST - ZIP TITLE NALSE STREET ADDRESS CITY-ST-ZIP 12. I hereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental reports 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

-75-05

Daytime Phone #

FILED