

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

PROFIT CORPORATION ANNUAL REPORT 1998



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

FILED

98 OCT 15 PM 2:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P97000075576
1. Corporation Name

WHITMAN EDUCATION GROUP, INC.

Principal Place of Business: 4400 BISCAYNE BLVD., 6th FLOOR, MIAMI, FL 33173
Mailing Address: 4400 BISCAYNE BLVD., 6th FLOOR, MIAMI, FL 33173

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business: 21 4400 BISCAYNE BLVD., 22 6TH FLOOR, 23 MIAMI, FLORIDA, 24 33137, 25 USA
2a. Mailing Address: 26 4400 BISCAYNE BLVD., 27 6TH FLOOR, 28 MIAMI, FLORIDA, 29 33137, 30 USA

3. Date Incorporated or Qualified: 10/20/97
4. FEI Number: 22-2246554
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

SALZMAN, RICHARD B. ESQ.
4400 BISCAYNE BLVD.
6TH FLOOR
MIAMI, FLORIDA 33173

10. Name and Address of New Registered Agent

81 Name: SALZMAN, RICHARD B. ESQ.
82 Street Address (P.O. Box Number is Not Acceptable): 4400 BISCAYNE BLVD.
83 City: 6th FLOOR
84 City: MIAMI, FL 85 Zip Code: 33137

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: Richard B. Salzman Richard B. Salzman 9/22/98
Signature, typed or printed name of registered agent and date if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	CEO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	RICHARD C. PFENNIGER	
1.3 STREET ADDRESS	4400 BISCAYNE BLVD.	
1.4 CITY-ST-ZIP	MIAMI, FL 33137	
2.1 TITLE	P	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Randy S. Proto	
2.3 STREET ADDRESS	4400 BISCAYNE BLVD.	
2.4 CITY-ST-ZIP	MIAMI, FL 33137	
3.1 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	FERNANDO L. FERNANDEZ	
3.3 STREET ADDRESS	4400 BISCAYNE BLVD.	
3.4 CITY-ST-ZIP	MIAMI, FL 33137	
4.1 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	RICHARD B. SALZMAN	
4.3 STREET ADDRESS	4400 BISCAYNE BLVD.	
4.4 CITY-ST-ZIP	MIAMI, FL 33137	
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	100002666531-4	
5.3 STREET ADDRESS	-10/19/98--01034--014	
5.4 CITY-ST-ZIP	****150.00 ****150.00	
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	B10/K 98/98	
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)(c) 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 6C7, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Richard B. Salzman Richard B. Salzman 9/22/98 (305) 575-6538
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Director Phone #



WHITMAN EDUCATION GROUP, INC.

September 22, 1998

Florida Department of State
Secretary of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

PLEASE
STAMP
WHEN READ
AND MAIL
IN ENVELOPE

RE: DOCUMENT # P19142
ULTRASOUND TECHNICAL SERV
1998 ANNUAL REPORT

DOCUMENT #P97000075576
WHITMAN EDUCATION GROUP, INC.
1998 ANNUAL REPORT

Dear Sir/Madam:

Enclosed please find following:

1. Ultrasound Technical Services, Inc.'s check no. 53843, in the amount of \$150.00; representing the 1998 Corporate Annual Report filing fee for Ultrasound Technical Services, Inc.;
2. Whitman Education Group, Inc.'s check no. 5270, in the amount of \$150.00; representing the 1998 Corporate Annual Report filing fee for Whitman Education Group, Inc.

Due to an error in the "Principal Place of Business" and the "Mailing Address", we apparently did not receive the 1998 Corporate Annual Report for Ultrasound Technical Services, Inc. and Whitman Education Group, Inc. We have corrected the address on the 1998 Corporate Annual Reports enclosed and have made additional changes. *Please stamp the enclosed copy of the letter of transmittal indicating your receipt of the enclosed materials and return it to me in the enclosed self-addressed stamped envelope.*

Thank you for your cooperation and patience. If you have any questions about the foregoing, please do not hesitate to contact me at (305) 575-6538.

Very truly yours,

Richard B. Salzman
Vice President - Legal Affairs and General Counsel