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

PROFIT CORPORATION ANNUAL REPORT

1998

i

STREET ADDRESS

CITY-ST-ZIP



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P97000097663 (3)

POPULUS SYSTEMS, INC.

Principal Place of Business Mailing Address 433 HAVEN POINT DRIVE 433 HAVEN POINT DRIVE TRESURE ISLAND FL 33706 TRESURE ISLAND FL 33706 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 11/13/1997 2. Principal Place of Business 2a. Mailing Address Applied For 65-0796413 26 Not Applicable Sulte, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired 22 27 Fee Required City & State City & State \$5.00 May Be 6, Election Campaign Financing 23 Trust Fund Contribution 28 Added to Fees Zip Country Zio Country 8. This corporation owes or has paid the current year Intangible 24 25 29 30 Personal Property Tax due June 30. Yes g. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name MANZINI, ANDREW O 433 HÁVEN POINT DRIVE Street Address (P.O. Box Number is Not Acceptable) TRESURE ISLAND FL 33706 83 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 ramiliar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE **SIGNATURE** typed or printed name of registered agent and fith if applicable (NOTE: Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS 12 ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. ANDREW O. MANZINI DELETE Addition TITLE 1.1 TITLE Change NAME 1.2 NAME 433 HAUTH POINT DRIVE STREET ADDRESS 1.3 STREET ADDRESS treasure is Lawd, FL 33706 CITY-ST-ZIP 1.4 CITY-ST-ZIP DELETÉ Change Addition TITLE 2.1 THTLE VICE PRESIDENT SERENA MANZINI NAME 2.2 NAME 433 HAUGH POINT DRIVE STREET ADDRESS 2.3 STREET ADDRESS TREASURE ISLAND, FL CITY-ST-ZIP 2. 4 CITY-ST-ZIP 33706 DELETE VICE PRESIDENT TITLE 3.1 TITLE Change Addition WILLIAM L. SMITH NAME 3.2 NAME 148 - 48 + M HUENUE, NO. 2 STREET ADDRESS 3.3 STREET ADDRESS TREASURE ISLAND, FL 33,706 3.4. CITY - \$1 - ZIP CITY-ST-ZIP DELETE Addition NANCY S. MORTENSEN Change TITLE 4.1 TITLE NAME PRECIDENT 4. 2 NAME 10136 PARADISE BOULEVARD STREET ADDRESS 4.3 STREET ADDRESS 15 LAND 1FL 33706 CITY-ST-ZIP 4.4 CITY-ST-ZIP DELETE TITLE 5.1 TITLE vice president WILLIAM A. MOORE NAME 5.2 NAME 10/36 PARADISE BOULEVARD STREET ADDRESS 5.3 STREET ADDRESS tremedre is Land, FL 33706 CITY-ST-ZIP 5.4 CITY - ST - ZIP DELETE TITLE 6.1 TITLE NAME 6.2 NAME

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.

6.3 STREET ADDRESS

6.4 CITY - ST - ZIP

4/17/188 012-3/7-950

FILED

Apr 20 1998 8:00am

Secretary of State

FZEU34 (10/97)