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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P98000067872

1. Corporation Name
MIDKNIGHT TECHNOLOGIES, INC.

Principal Place of Business
27625 LINCOLN PLACE
ZEPHYRHILLS FL 33544

Mailing Address
27625 LINCOLN PLACE
ZEPHYRHILLS FL 33544

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

24 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

29 Country

30

9. Name and Address of Current Registered Agent

HERRINGTON, BRADLEY J
27625 LINCOLN PLACE
ZEPHYRHILLS FL 33544

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 *Bradley J. Herrington* - BRADLEY J HERRINGTON - CEO

4/6/99

DATE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE D
NAME HERRINGTON, BRADLEY J
STREET ADDRESS 27625 LINCOLN PLACE
CITY-ST-ZIP ZEPHYRHILLS FL 33544

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE CEO
1.2 NAME BRADLEY J HERRINGTON
1.3 STREET ADDRESS 27625 LINCOLN PLACE
1.4 CITY-ST-ZIP ZEPHYRHILLS, FL 33544

2.1 TITLE Secretary / Treasurer
2.2 NAME CYNTHIA J HERRINGTON
2.3 STREET ADDRESS 27625 LINCOLN PLACE
2.4 CITY-ST-ZIP ZEPHYRHILLS, FL 33544

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

□ Change □ Addition
□ Change □ Addition

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, with all other like empowered.

SIGNATURE: *Bradley J. Herrington*

4/6/99

813-907-9138

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Daytime Phone #

0381015

CR2E034 (11/98)