PROFIT CC/RPORATION ANNUAL REPORT <b>1999</b>		RIDA DEPARTMENT OF STATE Katherine Harris Secretary of State VISION OF CORPORATIONS	Apr 27, 1999 8:00 am Secretary of State 04-27-1999 90137 011 ***150.00
DOCUMENT # P9 . Corporation Name SPECTRUM ASSETS, INC.	8000085747	7	
rincipal Place of Business 115 N. FEDERAL HIGHWAY JITE 300 DCA RATON FL 33432	Mailing Addre 1515 N. FEDE SUITE 300 BOCA RATON	RAL HIGHWAY	DO NOT WRITE IN THIS SPACE  3. Date Incorporated or Qualifed  10/05/1998
Principal Place of Business	2a. Mailing A	ddress	4. FEI Number Applied For 65 0874748 Not Applicable
Suite, Apt. #, etc.	Suite, Apt	t. #, etc.	5. Certificate of Status Desired Status Desired Status Desired Fee Recuired
City & State	City & Sta	ate	6. Electio 1 Campaign Financing Trust Fund Contribution Added to Fees
Zip Country	Zip 29	Country 30	8. This corporation owes the current year 'ntangible Personal Property Tax.  Yes
	s of Current Registered Age	nt 81 Name	10. Name and Address of New Registered Agent
SUITE 300		83	
BOCA RATON FL 33432 Pursue nt to the provisions of Section office or registered agent, or both, in agent, 1 am familiar with, and accept	in the State of Florida. Such cl	lorida Statutes, the above-named	FL 85 Zip Code corporation submits this statement for the purpose of changing its registered portition's board of directors. I hereby accept the appointment as registered
BOCA RATON FL 33432 Pursue nt to the provisions of Stoctic office or registered agent, or both, agent. I am familiar with, and accep GNATUF:E Signature, typed or printed nime o	in the State of Florida. Such cl	lorida Statutes, the above-named	FL corporation submits this statement for the purpose of changing its registered portition's board of directors. I hereby accept the appointment as registered
BOCA RATON FL 33432  Pursue nt to the provisions of Systic office or registered agent, or both, i agent. t am familiar with, and accep GNATUF:E Signature, typed or printed ni me o OF E D CHOLERTON, CLIVE EET ADDRI SS	in the State of Florida, Such of pt the obligations of, Section 6 (registered agen <sup>2</sup> and title if applicable. (FICERS ANI) DIRECTORS	84     City       Iorida Statt tes, the above-named hange was authorized by the corp 07.0505, Florida Statutes.       (NOT E: Registered Agent signature       13.       DELETE       1.1 TITLE       1.2 NAME       1.3 STREET ADDRESS	EL     Corporation submits this statement for the purpose of changing its registered     orration's board of directors. I hereby accept the appointment as registered     ired when reinstating)     DATE     ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12     Change Addition
BOCA RATON FL 33432          Pursue nt to the provisions of Suction office (or registered agent, or both, i agent, 1 am familiar with, and aucer GNATUF:E         Signature, typed or printed no me or OF         E       D         KE       D         CHOLERTON, CLIVE	in the State of Florida, Such of pt the obligations of, Section 6 (registered agen <sup>2</sup> and title (Lapplicable. FICERS ANI) DIRECTORS	Iorida Statu tes, the above-named hange was authorized by the corp 07.0505, Florida Statutes.       (NOT E: Registered Agent signature       13.       DELETE     1.1 TITLE       12.NAME	EL     Corporation submits this statement for the purpose of changing its registered     correction's board of directors. I hereby accept the appointment as registered     ADDIT: ONS/CHANGES TO OFFICERS AND DIRECTORS IN 12     Change Addition     Change Addition
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BOCA RATON FL 33432          Pursue nt to the provisions of Sinctic office or registered agent, or both, i agent, t am familiar with, and accept signature, typed or printed nime of OF         GNATUF:E         Signature, typed or printed nime of CHOLERTON, CLIVE         E       D         CHOLERTON, CLIVE         EET ADDRISS         r.ST-ZIP         AE         KE         KE<	in the State of Florida. Such of pt the obligations of, Section 6 of registered agent and title (Lapplicable. FICERS AND DIRECTORS GGHWAY, SUITE 300 1432	84     City       Florida Statutes, the above-named hange was authorized by the corp 07.0505, Florida Statutes.       (NOT E: Registered Agent signature 13.       DELETE       1.1 TITLE       1.2 NAME       1.3 STREET ADDRESS       1.4 CITY-ST-ZIP       DELETE       2.1 TITLE       2.3 STREET ADDRESS       2.4 CITY-ST-ZIP       DELETE       3.1 TITLE       3.2 NAME       3.3 STREET ADDRESS       3.4. CITY-ST-ZIP       DELETE       4.1 TITLE       4.2 NAME       4.3 STREET ADDRESS	Incorporation submits this statement for the purpose of changing its registered for the constituents board of directors. I hereby accept the appointment as registered         req ired when reinstating)       DATE         ADDITINDNS/CHANGES TO OFFICERS       AND DIRECTORS IN 12         Change       Addition         Change       Addition         Change       Addition
BOCA RATON FL 33432          Pursue nt to the provisions of Synctic office or registered agent, or both, i agent, 1 am familiar with, and accept signature, typed or printed at me or OF         SINATUF:E         SIGNATUF:E         D         CHOLERTON, CLIVE         1515 N. FEDERAL H         BOCA RATON FL 33         E         IE         E         IE         EET ADDRISS         (-ST-ZIP         E         IE         EET ADDR:SS         (-ST-ZIP         E         IE	in the State of Florida, Such of pt the obligations of, Section 6 if registered agen <sup>1</sup> and title (Lapplicable. FICERS ANI) DIRECTORS	84     City       Florida Statı tes, the above-named hange was authorized by the corp 07.0505, Florida Statutes.       (NOT E: Registered Agent signature 13.       DELETE       1.1 TITLE       1.2 NAME       1.3 STREET ADDRESS       1.4 CITY-ST-ZIP       DELETE       2.1 TITLE       2.3 STREET ADDRESS       2.4 CITY-ST-ZIP       DELETE       3.1 TITLE       3.2 NAME       3.3 STREET ADDRESS       3.4 CITY-ST-ZIP       DELETE       4.1 TITLE       4.2 NAME	Incorporation submits this statement for the purpose of changing its registered for the appointment as registered         req irred when reinstating)       DATE         ADDITI(DNS/CHANGES TO OFFICERS)       AND DIRECTORS IN 12         Change       Addition         Change       Addition         Change       Addition         Change       Addition

SIGNATURE:

4/23/99 561/347-6662 Day Daytime Phone #