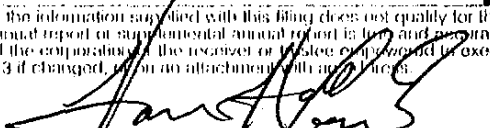


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED

Aug 27 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra D. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # S32749 (1) ETACON CORPORATION			
Principal Place of Business 1605 MAIN ST SUITE 1001 SARASOTA FL 34236		Mailing Address 1605 MAIN ST SUITE 1001 SARASOTA FL 34236	
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	
9. Name and Address of Current Registered Agent GOLDSMITH, STANLEY A. 1605 MAIN ST SUITE 10001 SARASOTA FL 34236			
11. Pursuant to the provisions of Sections 607.0407 and 607.0408, 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. Thereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE Director, type or printed name of a specified agent and place of application (Block 12) Registered Agent signature required when reappointment (Block 13)			
12. OFFICERS AND DIRECTORS 12.1 NAME: DAS MORRIS, HAROLD H 12.2 STREET ADDRESS: 755 FRENCHES POINT 12.3 CITY-STATE-ZIP: MARIETTA GA 12.4 TITLE: <input type="checkbox"/> OFFICER 12.5 NAME: DVP MORRIS, THERESA A 12.6 STREET ADDRESS: 755 FRENCHES POINT 12.7 CITY-STATE-ZIP: MARIETTA GA 12.8 TITLE: <input type="checkbox"/> OFFICER 12.9 NAME: PAT MORRIS, HAROLD H 12.10 STREET ADDRESS: 222 BEACH RD #5 12.11 CITY-STATE-ZIP: SARASOTA FL 12.12 TITLE: <input checked="" type="checkbox"/> OFFICER 12.13 NAME: ST MORRIS, THERESA A 12.14 STREET ADDRESS: 222 BEACH RD #5 12.15 CITY-STATE-ZIP: SARASOTA FL 12.16 TITLE: <input checked="" type="checkbox"/> OFFICER 12.17 NAME: 12.18 STREET ADDRESS: 12.19 CITY-STATE-ZIP: 12.20 TITLE: <input type="checkbox"/> OFFICER 12.21 NAME: 12.22 STREET ADDRESS: 12.23 CITY-STATE-ZIP: 12.24 TITLE: <input type="checkbox"/> OFFICER			
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13.1 NAME: DPASAT MORRIS, HAROLD H. 13.2 STREET ADDRESS: 755 Frenches' Point 13.3 CITY-STATE-ZIP: Marietta GA 13.4 TITLE: <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 13.5 NAME: DVPST MORRIS, THERESA A. 13.6 STREET ADDRESS: 755 Frenches' Point 13.7 CITY-STATE-ZIP: Marietta, GA 13.8 TITLE: <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 13.9 NAME: 13.10 STREET ADDRESS: 13.11 CITY-STATE-ZIP: 13.12 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.13 NAME: 13.14 STREET ADDRESS: 13.15 CITY-STATE-ZIP: 13.16 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.17 NAME: 13.18 STREET ADDRESS: 13.19 CITY-STATE-ZIP: 13.20 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.21 NAME: 13.22 STREET ADDRESS: 13.23 CITY-STATE-ZIP: 13.24 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.25 NAME: 13.26 STREET ADDRESS: 13.27 CITY-STATE-ZIP: 13.28 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.29 NAME: 13.30 STREET ADDRESS: 13.31 CITY-STATE-ZIP: 13.32 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.33 NAME: 13.34 STREET ADDRESS: 13.35 CITY-STATE-ZIP: 13.36 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.37 NAME: 13.38 STREET ADDRESS: 13.39 CITY-STATE-ZIP: 13.40 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.41 NAME: 13.42 STREET ADDRESS: 13.43 CITY-STATE-ZIP: 13.44 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.45 NAME: 13.46 STREET ADDRESS: 13.47 CITY-STATE-ZIP: 13.48 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.49 NAME: 13.50 STREET ADDRESS: 13.51 CITY-STATE-ZIP: 13.52 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.53 NAME: 13.54 STREET ADDRESS: 13.55 CITY-STATE-ZIP: 13.56 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.57 NAME: 13.58 STREET ADDRESS: 13.59 CITY-STATE-ZIP: 13.60 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.61 NAME: 13.62 STREET ADDRESS: 13.63 CITY-STATE-ZIP: 13.64 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.65 NAME: 13.66 STREET ADDRESS: 13.67 CITY-STATE-ZIP: 13.68 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.69 NAME: 13.70 STREET ADDRESS: 13.71 CITY-STATE-ZIP: 13.72 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.73 NAME: 13.74 STREET ADDRESS: 13.75 CITY-STATE-ZIP: 13.76 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.77 NAME: 13.78 STREET ADDRESS: 13.79 CITY-STATE-ZIP: 13.80 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.81 NAME: 13.82 STREET ADDRESS: 13.83 CITY-STATE-ZIP: 13.84 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.85 NAME: 13.86 STREET ADDRESS: 13.87 CITY-STATE-ZIP: 13.88 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.89 NAME: 13.90 STREET ADDRESS: 13.91 CITY-STATE-ZIP: 13.92 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.93 NAME: 13.94 STREET ADDRESS: 13.95 CITY-STATE-ZIP: 13.96 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> Addition 13.97 NAME: 13.98 STREET ADDRESS: 13.99 CITY-STATE-ZIP: 13.100 TITLE: <input type="checkbox"/> Change <input type="checkbox"/> 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; that the receiver or trustee of proceeds to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, upon an attachment with my name.			
SIGNATURE:  President 8-7-98			



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 02/18/1991	
4. FEI Number 65-0244726	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
10. Name and Address of Now Registered Agent	

01 Name	05 Zip Code
02 Street Address (P.O. Box Number is Not Acceptable)	
03	
04 City	FL

CR2034 (10/97)

PL  
8-27

470.426.7734

**STANLEY A. GOLDSMITH**  
**ATTORNEY AT LAW**  
**1605 MAIN STREET**  
**SUITE 1001**  
**SARASOTA, FLORIDA 34236**  
**(941)955-4990**

ALSO ADMITTED IN OHIO

July 29, 1998

Harold and Theresa Morris  
755 Frenches' Point  
Marietta, Georgia 30064

Re: Annual Report for Etacon Corporation

Dear Hal and Theresa:

This letter will follow up on Terri's call to my office of July 23, 1998, and my telephone conference with Hal on July 28, 1998, regarding the above referenced matter.

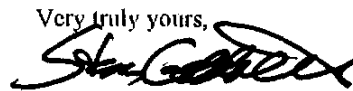
As you may recall, on January 30, 1998, I forwarded to you your Annual Report and Shareholder and Director Minutes for Etacon Corporation. You indicated to me that you returned your Annual Report to the Secretary of State's office on February 19, 1998, the same date reflected on the Annual Shareholder and Director Minutes which you returned to me, but that at this point, you have neither received the canceled check for \$150 which accompanied your signed Annual Report when you sent it to Tallahassee nor the return of the original envelope in which these were forwarded. On July 8, I forwarded you the Second Notice Annual Report which increased the filing fee to \$550, but you advised that you believed that the original report was somewhere in the office of the Secretary of State and had not yet been filed, so you did not believe payment of the additional \$400 was necessary or appropriate.

As per your request, I have herewith enclosed a duplicate copy of the Annual Report which was forwarded to you in January in order that you might sign this duplicate and return it to the Secretary of State in Tallahassee together with a duplicate check for \$150 with the request that the Secretary of State accept the Annual Report as timely filed effective the February 19, 1998, date shown on your Corporate Minutes, copies of which are attached, and with the further request that should the Secretary of State locate or later receive the original Annual Report as filed, that the initial check be returned to you.

Please feel free to forward a copy of this letter with the attached Minutes to the Secretary of State's office as my request for its attention and consideration.

Please feel free to contact me if you should have any questions.

Very truly yours,



Stanley A. Goldsmith

SAG/arf  
Enclosures

MINUTES BY THE WRITTEN CONSENT OF THE DIRECTORS OF  
ETACON CORPORATION, A FLORIDA CORPORATION,  
DATED THE 19th DAY OF February, 1998,  
BY AND AS THE ANNUAL MEETING OF THE  
DIRECTORS OF THE CORPORATION IN ACCORDANCE WITH  
FLORIDA STATUTE 607.0821

The undersigned, being the Directors of ETACON CORPORATION, hereby take the following action by their unanimous written consent, by and as the annual meeting of the Directors of the Corporation, in accordance with the Bylaws of the Corporation and Florida Statute 607.0821:

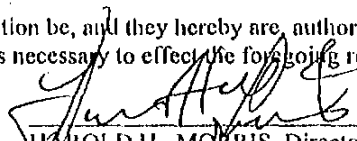

1. RESOLVED, that the following persons be, and they hereby are, elected to the designated offices of the Corporation, to serve until their successors are elected and qualified:

President - HAROLD H. MORRIS  
Vice President - THERESA A. MORRIS  
Secretary - THERESA A. MORRIS  
Assistant Secretary - HAROLD H. MORRIS  
Treasurer - THERESA A. MORRIS  
Assistant Treasurer - HAROLD H. MORRIS

2. RESOLVED, that a copy of the Corporation's 1998 Annual Report be filed with the State of Florida and a copy thereof be inserted in the Minute Book of the Corporation.
3. RESOLVED, that the Officers of Corporation be, and they hereby are, authorized and empowered to take any and all actions necessary to effect the foregoing resolutions.

2-19-98  
Dated

2-19-98  
Dated

  
HAROLD H. MORRIS, Director  
  
THERESA A. MORRIS, Director