SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.

FILED AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750). Jul 16 1998 8:00am PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham Secretary of State ANNUAL REPORT Secretary of State 1998 DIVISION OF CORPORATIONS DOCUMENT # V62319 (1)INTELLIGENT MACHINES CORPORATION Principal Place of Business Mailing Address 1427 CHAFFEE DRIVE 1427 CHAFFEE DRIVE SUITE 4 SUITE 4 TITUSVILLE FL 32780 TITUSVILLE FL 32780 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 09/04/1992 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 21 59-3182795 Not Applicable 26 Sulte, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired 22 Fee Required City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 Trust Fund Contribution Added to Fees 28 Zip Zip Country 8. This corporation owes or has paid the current year Intangible 24 25 Personal Property Tax due June 30. Yes 30 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent 81 Street Address (P.O. Box Number is Not Acceptable)

3 4 88 FOXTON CT. MOORE, TERRANCE 1427 CHAFFEE DRIVE **B2** SUITE 4 TITUSVILLE FL 32780 83 84 City OVIEDO 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 fund accept the obligations of section 697,0505, Florida Statutes. SIGNATURE inted name of registered agent dou (NOTE: Registered Agent signature required when reinstating) Signature, typed 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. PCEO DIRECTOR, ROD TITLE 1.1 TITLE Change Addition __ DELETE JETTERY A. HOOKER, Ph.O. CR2E034 NAME **SPENCER. JAMES E JR** 1.2 NAME 405 FIFTH AVE. 3488 FOXTON CT. STREET ADDRESS 13 STREET ADDRESS MELSOURNE BEACH FL. ÖVIEDO FL 32765 CITY-ST-ZIP 1.4 CITY-ST-ZIP TITLE DELETE 2.1 TITLE Change Addition **SPENCER, JACQUELINE J** 2.2 NAME 3488 FOXTON CT. STREET ADDRESS 2.3 STREET ADDRESS **QVIEDO FL 32765** CITY-ST-ZIP 2.4 CITY-ST-ZIP TITLE DELETE 3.1 TITLE Change Addition MOORE, TERRANCE C NAME 3.2 NAME 2347 BALLARD AVE. STREET ADDRESS 3.3 STREET ADDRESS ÖRLANDO FL CITY-ST-ZIP 3.4 CITY-ST-ZIP TITLE DELETE 4.1 TITLE Change Addition NAME 4.2 NAME STREET ADDRESS 4.3 STREET ADDRESS CITY-ST-ZIP 4.4 CITY-ST-ZIP TITLE 5.1 TITLE DELETE Change Addition NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 CITY-ST-ZIP TITLE 6.1 TITLE DELETE L 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 ennual 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 chapged, or on an attachment with an address.

6.2 NAME

6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

SIGNATURE:

NAME

STREET ADDRESS

- 1/2/3AMERIESPENCES JA. 1/1/98 (407) 268-2600