

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

FILED
May 27 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 829044 (7)
1. Corporation Name
S AND A LEASING CORP

Principal Place of Business: 12404 PARK CENTRAL DR, C/O TAX DEPT, DALLAS, TX 75251
Mailing Address: P.O. BOX 224018, C/O TAX DEPT, DALLAS, TX 75222, U.S.A.

DO NOT WRITE IN THIS SPACE
3. Date Incorporated or Qualified: 11/22/1972

2. Principal Place of Business: 21 6500 INTERNATIONAL PARKWAY, C/O TAX DEPT, PLANO, TEXAS 75093, U.S.A.
2a. Mailing Address: 26 P.O. BOX 224018, C/O TAX DEPT, DALLAS, TEXAS 75222, U.S.A.

4. FEI Number: 75-1361847
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing: \$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30: Yes No

9. Name and Address of Current Registered Agent: THE PRENTICE HALL CORPORATION SYSTEM, INC., 110 NORTH MAGNOLIA STREET, TALLAHASSEE, FL 32301

10. Name and Address of New Registered Agent: 81 Name, 82 Street Address, 83, 84 City, 85 Zip Code

11. Pursuant to the provisions of Sections 607.0607 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: _____ (NAME: Registered Agent, for above required when removing) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	P	DELETE
NAME	HARIG, ROBERT J.	
STREET ADDRESS	4305 ADDINGTON PLACE	
CITY-ST-ZIP	FLOWER MOUND TX	
TITLE	VSTD	DELETE
NAME	WATSON, TODD	
STREET ADDRESS	6500 INTERNATIONAL PARKWAY	
CITY-ST-ZIP	PLANO, TEXAS 75093	
TITLE	AS	DELETE
NAME	CARPENTER, CAROLYN	
STREET ADDRESS	2009 WHIPPOORWILL	
CITY-ST-ZIP	CARROLLTON, TX	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	P	Change	Addition
12 NAME	CALDWELL, EUGENE		
13 STREET ADDRESS	6500 INTERNATIONAL PARKWAY		
14 CITY-ST-ZIP	PLANO, TX 75093		
21 TITLE		Change	Addition
22 NAME			
23 STREET ADDRESS			
24 CITY-ST-ZIP			
31 TITLE	AS	Change	Addition
32 NAME	BRINDOCK, MARGUERITE		
33 STREET ADDRESS	6500 INTERNATIONAL PARKWAY		
34 CITY-ST-ZIP	PLANO, TX 75093		
41 TITLE		Change	Addition
42 NAME			
43 STREET ADDRESS			
44 CITY-ST-ZIP			
51 TITLE		Change	Addition
52 NAME			
53 STREET ADDRESS			
54 CITY-ST-ZIP			
61 TITLE		Change	Addition
62 NAME			
63 STREET ADDRESS			
64 CITY-ST-ZIP			

14. I hereby certify that the corporation applying for 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 incorporator thereof, or am empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 of this report or remains unchanged with an address.

SIGNATURE: *Marguerite Brindock* 4/27/98 972-588-5013

CR2E034 (10/97)