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Mar 17 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # 845059 (5)

1. Corporation Name
MITEL, INC.



Principal Place of Business: **205 VAN BUREN ST. SUITE 400 HERNDON VA 22070 US**

Mailing Address: **205 VAN BUREN ST SUITE 400 HERNDON VA 20170-5336 US**

2. Principal Place of Business: 21-23
 2a. Mailing Address: 24-26

3. Date Incorporated or Qualified: **01/25/1980**

3a. Date of Last Report: **02/21/1996**

4. FEI Number: **59-1855641**

5. Certificate of Status Desired: \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

9. Name and Address of Current Registered Agent
**PRENTICE-HALL CORPORATION SYSTEM, INC.
 1201 HAYS ST., SUITE 105
 TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

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 607.1503, 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 _____ DATE _____

12. OFFICERS AND DIRECTORS

DELETE

P
SPIERKEL, GREGORY
205 VAN BUREN ST. SUITE 400
HERNDON VA

DELETE

V
THOMAS, JOHN C
205 VAN BUREN ST. SUITE 400
HERNDON VA

DELETE

T
CARRIER, JEAN-JACQUES
350 LEGGETT DRIVE
KANATA, ONTARIO CANADA K2K -1X3

DELETE

S
SILBERHORN, EDWARD
205 VAN BUREN ST- SUITE 400
HERNDON VA

DELETE

PCEO
MILLARD, JOHN
350 LEGGETT DRIVE
KANATA, ONTARIO CANADA K2K -1X3

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

P + D
Gregory Spierkel
350 Leggett Drive
Kanata Ontario Canada K2K-1K3

14. I do 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.

SIGNATURE: _____ **2/27/97** **703-736-3181**

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR _____ Date _____

CR2E034 (9/96)