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May 16 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 # P24470 (7)
1. Corporation Name
SAGE ENTERPRISES, INC.



Principal Place of Business: 999 E. TOUHY AVENUE, 200, DES PLAINES IL 60018 US
Mailing Address: C/O LAWRENCE M ELMAN, 222 N LASALLE ST, STE 1800, CHICAGO IL 60601-1189 US

2. Principal Place of Business (21-24) and 2a. Mailing Address (26-29) fields.

3. Date Incorporated or Qualified: 05/24/1989
3a. Date of Last Report: 09/18/1996
4. FEI Number: 36-3629118
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing: \$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: CT CORPORATION SYSTEM, 1200 S. PINE ISLAND ROAD, PLANTATION FL 33324

10. Name and Address of New Registered Agent (81-85) fields.

17. 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, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: Signature, typed or printed name, of registered agent and title, if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS table with entries for Gary A. Greenberg, Philip Cowan, and Sheldon J. Stillman.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 table with empty rows for 14-18.

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 is true and accurate and that my signature shall have the same legal effect as if made under oath. I am an officer or director of the corporation or its 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 or Block 14, or in an attachment with an address.
Philip Cowan - Secretary
4/15/97 (847) 827-0066

CR2E034 (9/96)