

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # P94000024341 (7)

1. Corporation Name  
ICPI, INC.



Principal Place of Business

P.O. BOX 560279  
ORLANDO FL 32856-0279

Mailing Address

P.O. BOX 560279  
ORLANDO FL 32856-0279

2. Principal Place of Business

2a. Mailing Address

21

Suite, Apt. #, etc.

26

State, Apt. #, etc.

22

City & State

27

City & State

23

Zip

Country

28

Zip

Country

24

g. Name and Address of Current Registered Agent

WALKER, H W JR  
4900 FIRST UNION FINANCIAL CENTER  
200 S BISCAYNE BOULEVARD  
MIAMI FL 33131-2352

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 607.1506, 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, I accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE

Signature of the person filing this report (Last name, first name, and middle initial)

Signature of the Agent (Last name, first name, and middle initial)

Date

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-STATE-ZIP	[ ] DELETE
DP	COHEN, MARK B	10 EAST 50TH STREET	NEW YORK NY	[ ] DELETE
V	MATTON, PETER V	10 EAST 50TH STREET	NEW YORK NY	[ ] DELETE
V	ROCHE, WILLIAM A	10 EAST 50TH STREET	NEW YORK NY	[ ] DELETE
V	SHAPIRO, ANDREW N	10 EAST 50TH STREET	NEW YORK NY	[X] DELETE
V	FRIEDRICH, HENRY P	10 EAST 50TH STREET	NEW YORK NY	[ ] DELETE
V	BUERGLER, MARCUS U	10 EAST 50TH STREET	NEW YORK NY	[ ] DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	NAME	STREET ADDRESS	CITY-STATE-ZIP	[X] Change	[ ] Addition
PO Box 395	Church St. Station	NY NY	10008	[X] Change	[ ] Addition
PO Box 395	Church St. Station	NY NY	10008	[X] Change	[ ] Addition
PO Box 395	Church St. Station	NY NY	10008	[X] Change	[ ] Addition
TIS	Paul A. Freilich	P.O. Box 395 Church St. Station	NY NY 10008	[ ] Change	[X] Addition
P.O. Box 395	Church St. Station	NY NY	10008	[X] Change	[ ] Addition
PO Box 395	Church St. Station	NY NY	10008	[X] Change	[ ] Addition

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 person 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 applicable, or as an attachment with an address.

SIGNATURE: *Henry Freilich* Henry Freilich Vice President 3/25/96 212-574-3185

CR2E034 (12/95)