

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

FILED
May 21 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P94000024341 (7)
 1. Corporation Name
ICP1, INC.

Principal Place of Business P.O. BOX 560279 ORLANDO FL 32856-0279	Mailing Address P.O. BOX 560279 ORLANDO FL 32856-0279
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/30/1994	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 13-3799327	Applied For <input type="checkbox"/> Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent WALKER, H W JR 4900 FIRST UNION FINANCIAL CENTER 200 S BISCAYNE BOULEVARD MIAMI FL 33131-2352				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 607.1508, 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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	COHEN, MARK B	1.2 NAME	
STREET ADDRESS	PO BOX 395 CHURCH ST ATATION	1.3 STREET ADDRESS	677 Washington Blvd,
CITY-ST-ZIP	NY NY	1.4 CITY-ST-ZIP	Stamford, CT 06912
TITLE	V <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MATTON, PETER V	2.2 NAME	
STREET ADDRESS	PO BOX 395 CHURCH ST STATION	2.3 STREET ADDRESS	677 Washington Blvd,
CITY-ST-ZIP	NY NY	2.4 CITY-ST-ZIP	Stamford, CT 06912
TITLE	V <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROCHE, WILLIAM A	3.2 NAME	
STREET ADDRESS	PO BOX 395 CHURCH ST STATION	3.3 STREET ADDRESS	677 Washington Blvd,
CITY-ST-ZIP	NY NY	3.4 CITY-ST-ZIP	Stamford, CT 06912
TITLE	TS <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FREILICH, PAUL A	4.2 NAME	
STREET ADDRESS	PO BOX 395 CHURCH ST STATION	4.3 STREET ADDRESS	677 Washington Blvd,
CITY-ST-ZIP	NY NY	4.4 CITY-ST-ZIP	Stamford, CT 06912
TITLE	V <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FRIEDRICH, HENRY P	5.2 NAME	
STREET ADDRESS	PO BOX 395 CHURCH ST STATION	5.3 STREET ADDRESS	677 Washington Blvd,
CITY-ST-ZIP	NY NY	5.4 CITY-ST-ZIP	Stamford, CT 06912
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUERGLER, MARCUS U	6.2 NAME	
STREET ADDRESS	PO BOX 395 CHURCH ST STATION	6.3 STREET ADDRESS	677 Washington Blvd,
CITY-ST-ZIP	NY NY	6.4 CITY-ST-ZIP	Stamford, CT 06912

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 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: *[Signature]* 5/11/98 (203) 719-3000

CR2E034 (10/97)