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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P94000083251

1. Corporation Name
PENDA-MEXICO EMPLOYMENT CORPORATION

Principal Place of Business
**C/O TRIVEST. INC.
2665 S BAYSHORE DR SUITE 800
MIAMI FL 33133-5401**

Mailing Address
**C/O TRIVEST. INC.
2665 S BAYSHORE DR SUITE 800
MIAMI FL 33133-5401**

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.
22 City & State
23 Zip
24 Country

26 Suite, Apt. #, etc.
27 City & State
28 Zip
29 Country

9. Name and Address of Current Registered Agent

**KLEIN, PETER W
2665 S BAYSHORE DR
SUITE 800
MIAMI FL 33133-5401**

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code
FL

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

Signature (typed or printed name of registered agent and title, if applicable)

(Title) (Typed or printed name of corporation and state of incorporation)

DATE

12. OFFICERS AND DIRECTORS

TITLE	CEP	[] DELETE
NAME	THOMPSON, JACK L	
STREET ADDRESS	2665 S BAYSHORE DR SUITE 800	
CITY-ST-ZIP	MIAMI FL 53901	
TITLE	TCFO	[] DELETE
NAME	WANER, LEO E	
STREET ADDRESS	2344 W WISCONSIN STREET	
CITY-ST-ZIP	PORTAGE WI 53901	
TITLE	S	[] DELETE
NAME	KLEIN, PETER W.	
STREET ADDRESS	2665 S BAYSHORE DR STE 800	
CITY-ST-ZIP	MIAMI FL	
TITLE	AS	[] DELETE
NAME	KUFFNER, MARILYN D.	
STREET ADDRESS	2665 S BAYSHORE DR STE 800	
CITY-ST-ZIP	MIAMI FL	
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	COB/D	[] Change	[] Addition
12 NAME	Earl W. Powell		
13 STREET ADDRESS	2665 S. Bayshore Dr.		
14 CITY-ST-ZIP	Miami, FL		
21 TITLE		[] Change	[] Addition
22 NAME			
23 STREET ADDRESS			
24 CITY-ST-ZIP			
31 TITLE		[] Change	[] Addition
32 NAME			
33 STREET ADDRESS			
34 CITY-ST-ZIP			
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			

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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, with all other like empowered.

SIGNATURE: *[Signature]*
SIGNATURE AND TITLE OF PREPARING NAME OF SIGNING OFFICER OR DIRECTOR

3-22-99 305-858-2200

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Directors, Officers Report

Penda-Mexico Employment Corporation

February 19, 1999

DIRECTORS

Earl W. Powell Effective: August 21, 1998	Director
Jack L. Thompson Effective: July 07, 1997	Director
Leo E. Waner Effective: July 07, 1997	Director

OFFICERS

Earl W. Powell Effective: August 21, 1998	Chairman of the Board
Jack L. Thompson Effective: July 07, 1997	Chief Executive Officer
Effective: July 07, 1997	President
Peter W. Klein Effective: November 16, 1994	Secretary
Marilyn D. Kuffner Effective: November 16, 1994	Assistant Secretary
Leo E. Waner Effective: July 07, 1997	Treasurer
Effective: July 07, 1997	Chief Financial Officer