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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P94000083257

1. Corporation Name PENDA INTERNATIONAL HOLDING 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

21 Suite, Apt #, etc.

22 City & State

23 Zip Country

24 25

2a. Mailing Address

26 Suite, Apt #, etc.

27 City & State

28 Zip Country

29 30

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

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

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

(NOTE: Registered Agents and Trustees must be U.S. Citizens)

DATE

12. OFFICERS AND DIRECTORS

Table with 4 columns: TITLE, NAME, STREET ADDRESS, CITY-ST-ZIP. Rows include Thompson, Jack L; Waner, Leo E; Kuffner Marilyn D; Klein, Peter W.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Table with 4 columns: TITLE, NAME, STREET ADDRESS, CITY-ST-ZIP. Includes handwritten entry for Earl W. Powell.

300002823208-198 -03/30/99--01034--012 \*\*\*\*150.00 \*\*\*\*150.00

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), 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] MARYLYN D. KUFFNER ASST. SECRETARY

Handwritten numbers: 322-99, 305/858-2200

CR2E034 (1/199)

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## **Directors, Officers Report**

**Penda International Holding Corporation**

February 19, 1999

### **DIRECTORS**

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

### **OFFICERS**

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