SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996. AMOUNT DUE ON OR BEFORE 8/7/96: \$61.25 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$236.25.) NONPROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State DIVISION OF CORPORATIONS 1996 (6) **DOCUMENT # OPERATION SMILE, INC.** Principal Place of Business Mailing Address 717 BOUSH ST. 717 BOUSH ST. NORFOLK VA 23510 NORFOLK VA 23510 3. Date Incorporated or Qualified 07/02/1992 3a. Date of Last Report 02/21/1995 4. FEI Number 2. Principal Place of Business 2a, Mailing Address Applied For 54-1460147 Not Applicable 21 26 \$8.75 Additional Suite, Apt. #, etc. Suite, Apt. #, etc. 5. Certificate of Status Desired Fee Required 27 22 City & State City & State 6. Election Campaign Financing \$5.00 May Be Added to Fees 23 28 Trust Fund Contribution Zip Country 8. This corporation has liability for intangible tax under s. 199.032, Country Yes X No 24 25 29 30 Florida Statutes 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent 81 Name CATENA, LAURIE Street Address (P.O. Box Number is Not Acceptable) 5310 FAYWOOD CT. ORLANDO FL 32819 R3 City 85 Zip Code 11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes. SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (3/96) 13. 12 Addition DELETE Change 11 TITLE TITLE MAGEE, WILLIAM P., JR. 1.2 NAME NAME CR2E037 1029 N. SHORE RD. 1.3 STREET ADDRESS STREET ADDRESS **NORFOLK VA** 1.4 CITY-ST-ZIP CITY - ST - ZIP DELETE Change Addition 2.1 TITLE TITLE REIDY, FRANK H. 2 2 NAME NAME 515 WILDER POINT STREET ADDRESS 23 STREET ADDRESS VIRGINIA BCH VA 2.4 CITY - ST-ZIP CITY-ST-ZIP DELETE 3 1 TITLE Change Addition TITLE CHENG, RICHARD NAME 3.2 NAME 596 LYNNHAVEN PARKWAY 3 3 STREET ADDRESS STREET ADDRESS VIRGINIA BEACH VA 3 4. CITY - ST - ZIP CITY-ST-ZIP Addition DELETE Change TITLE 4.1 TITLE WREN, WILLIAM C. 4 2 NAME NAME 201 STEVENS COURT STREET ADDRESS 4.3 STREET ADDRESS BURNSVILLE MN 4.4 CITY - ST - ZIP CITY-ST-ZIP Addition DELETE 5.1 TITLE Change TITLE VENTKER, DAVID 5.2 NAME NAME 4705 COLUMBUS ST. #100 STREET ADDRESS 5 3 STREET ADDRESS VIRGINIA BEACH VA CITY-ST-ZIP 5.4 CITY - ST - ZIP DELETE Change Addition TITLE 61 TITLE THOMPSON, DOUGLAS 6 2 NAME NAME 1080 FIRST COLONIAL RD 6.3 STREET ADDRESS STREET ADDRESS VIRGINIA BCH VA 6.4 CITY - ST - ZIP CITY-ST-ZIP 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 receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 13 or Block 13 or block 13 or on an attachment with an address.

Keith K. MATTHEUS CFO