

No. 106757

Annual Report Form
Due No Later Than November 30, 1997

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

NO FEE REQUIRED
FIRST NOTICE

1. Mailing Address - Please Correct, If Not Correct

PAYWISE, INC.
~~902 BROADWAY~~ 310 MADISON AVE. #1925
~~NEW YORK NY 10010~~ NY, NY 10017

2. Registered Agent and Office **NOT A P.O. BOX**

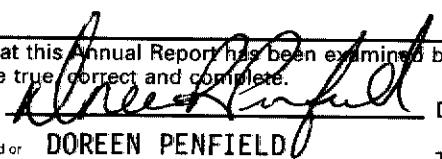
CT CORPORATION SYSTEM
300 N 6TH ST
BOISE ID 83701

3. Organized Under the Laws of:
NEW YORK4. Corporations: Enter Names and Addresses of **President, Secretary and Directors**Limited Liability Companies: Enter Names and Addresses of **Managers** or **Members** (check one)

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
PRESIDENT	DEBORAH POND-HEIDE	100 REDWOOD SHORES PKWY	REDWOOD CITY	CA	94065
SECRETARY	DOREEN PENFIELD	100 REDWOOD SHORES PKWY	REDWOOD CITY	CA	94065
DIRECTOR	DEBORAH POND-HEIDE	100 REDWOOD SHORES PKWY	REDWOOD CITY	CA	94065
DIRECTOR	MARK EATON	100 REDWOOD SHORES PKWY	REDWOOD CITY	CA	94065

5. **NATURE OF BUSINESS****TEMPORARY EMPLOYMENT SERVICES**

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.

Signature Date 8/13/97

Name (Typed or Printed)

DOREEN PENFIELD

Title

SECRETARY