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

**PROFIT CORPORATION ANNUAL REPORT 1999**

**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**

**Secretary of State**

**DIVISION OF CORPORATIONS**

---

**DOCUMENT # 100009**

**UNITED STATES CORPORATION COMPANY**

**Principal Place of Business**

1013 CENTRE RD.

WILMINGTON DE 19905

**Mailing Address**

1013 CENTRE RD.

WILMINGTON DE 19905

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**2. Principal Place of Business**

**2a. Mailing Address**

**Suite, Apt. #, etc.**

**City & State**

**Zip**

**Country**

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**3. Date Incorporated or Qualified**

07/15/1925

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**4. FEI Number**

13-6149455

Applied For

Not Applicable

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**5. Certificate of Status Desired**

- $8.75 Additional Fee Required

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**6. Election Campaign Financing**

- $5.00 May Be Added To Fees

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**7. This corporation owes the current year Intangible Personal Property Tax.**

- Yes

- No

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**8. Name and Address of Current Registered Agent**

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.**

1201 HAYS STREET

SUITE 105

TALLAHASSEE FL 32301

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**9. Name and Address of New Registered Agent**

**81 Name**

**82 Street Address (P.O. Box Number is Not Acceptable)**

**83 City**

**85 Zip Code**

---

**10. Name and Address of New Registered Agent**

**81 Name**

**82 Street Address (P.O. Box Number is Not Acceptable)**

**83 City**

**85 Zip Code**

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**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]

[Signature and Typed or Printed Name of Signing Officer or Director]

[Date]

[Daytime Phone #]

---

**12. OFFICERS AND DIRECTORS**

<table>
<thead>
<tr>
<th>Title</th>
<th>Name</th>
<th>Street Address</th>
<th>City-St-Zip</th>
</tr>
</thead>
<tbody>
<tr>
<td>P</td>
<td>WINN, BRUCE R</td>
<td>1013 CENTRE RD.</td>
<td>WILMINGTON DE 19905</td>
</tr>
<tr>
<td>VP</td>
<td>FREEBORN, WILLIAM H</td>
<td>1013 CENTRE RD.</td>
<td>WILMINGTON DE 19905</td>
</tr>
<tr>
<td>VP</td>
<td>MALKIN, PETER</td>
<td>1013 CENTRE RD.</td>
<td>WILMINGTON DE 19905</td>
</tr>
<tr>
<td>VP</td>
<td>POPEO, WILLIAM</td>
<td>1013 CENTRE RD.</td>
<td>WILMINGTON DE 19905</td>
</tr>
<tr>
<td>VP</td>
<td>ROSSER, MARK A</td>
<td>1013 CENTRE RD.</td>
<td>WILMINGTON DE 19905</td>
</tr>
<tr>
<td>VP</td>
<td>JORDAN, KENT</td>
<td>1013 CENTRE RD.</td>
<td>WILMINGTON DE 19905</td>
</tr>
</tbody>
</table>

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**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

<table>
<thead>
<tr>
<th>Title</th>
<th>Name</th>
<th>Street Address</th>
<th>City-St-Zip</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tr>
</tbody>
</table>

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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 and Typed or Printed Name of Signing Officer or Director]

[Date]

[Daytime Phone #]

---

**FILED**

Mar 16, 1999 8:00 am

Secretary of State

03-16-1999 90074 018 ***150.00

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**DO NOT WRITE IN THIS SPACE**

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**See Attached**
OFFICERS

PRESIDENT        Bruce R. Winn              1013 Centre Rd.           Wilmington, DE 19805
VICE PRESIDENT    William H Freeborn        1013 Centre Rd.           Wilmington, DE 19805
VICE PRESIDENT    Peter Malkin             1013 Centre Rd.           Wilmington, DE 19805
VICE PRESIDENT    William G. Popeo          1013 Centre Rd.           Wilmington, DE 19805
VICE PRESIDENT    Mark A Rosser             1013 Centre Rd.           Wilmington, DE 19805
VICE PRESIDENT    Kent Jordan               1013 Centre Rd.           Wilmington, DE 19805
ASSISTANT VICE PRESIDENT John Fortunato    1013 Centre Rd.           Wilmington, DE 19805
SECRETARY         William G. Popeo           1013 Centre Rd.           Wilmington, DE 19805
TREASURER         William G. Popeo           1013 Centre Rd.           Wilmington, DE 19805
CHAIRPERSON & CEO Bruce R. Winn             1013 Centre Rd.           Wilmington, DE 19805

DIRECTORS

Mr. Lalor Burdick  1013 Centre Rd.         Wilmington, DE 19805
Mr. F. Michael Donohue, Jr.  1013 Centre Rd.         Wilmington, DE 19805
Mr James M. Garnett  1013 Centre Rd.         Wilmington, DE 19805
Mr. Hunter M. Marvel  1013 Centre Rd.         Wilmington, DE 19805
Mr. Phillip A. Turberg  1013 Centre Rd.         Wilmington, DE 19805
Rodman Ward, Jr., Esquire  1013 Centre Rd.         Wilmington, DE 19805
Mr. Rodman Ward III    1013 Centre Rd.         Wilmington, DE 19805
Mr. Daniel R. Butler   1013 Centre Rd.         Wilmington, DE 19805
Lisa Butler          1013 Centre Rd.         Wilmington, DE 19805