

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 CORPORATION
 ANNUAL REPORT
 1996



FLORIDA DEPARTMENT OF STATE
 Sandra B. Morham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 770085 (9)
 1. Corporation Name

BAPTIST HEALTH SYSTEM FOUNDATION, INC.



Principal Place of Business Mailing Address
 C/O WILLIAM C. MASON, PRES. C/O WILLIAM C. MASON, PRES.
 800 PRUDENTIAL DRIVE 800 PRUDENTIAL DRIVE
 JACKSONVILLE FL 32207 JACKSONVILLE FL 32207

3. Date Incorporated or Qualified 09/01/1983 3a. Date of Last Report 05/01/1995
 4. FEI Number 59-2487135 Applied For Not Applicable
 5. Certificate of Status Desired \$8.75 Additional Fee Required
 6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business 2a. Mailing Address
 21 1301 Riverplace Blvd 26 1301 Riverplace Blvd.
 Suite, Apt. #, etc. Suite, Apt. #, etc.
 22 Suite 1700 27 Suite 1700
 City & State City & State
 23 Jacksonville, FL 28 Jacksonville, FL
 Zip Country Zip Country
 24 32207 25 USA 29 32207 30 USA

9. Name and Address of Current Registered Agent
 SMITH HULSEY & BUSEY
 1800 FIRST UNION NATIONAL BANK TOWER
 225 WATER STREET
 JACKSONVILLE FL 32202

10. Name and Address of New Registered Agent
 81 Name Harvey Granger, General Counsel
 82 Street Address (P.O. Box Number is Not Acceptable) 1301 Riverplace Blvd.
 83 Suite 1700
 84 City Jacksonville FL 85 Zip Code 32207

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: *Harvey Granger* Harvey Granger DATE: 7-29-96
 (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	TC	<input type="checkbox"/> DELETE
NAME	HUGHES, CHARLES E. JR.	
STREET ADDRESS	121 WEST FORSYTHE STREET, SUITE 9001	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	T	<input type="checkbox"/> DELETE
NAME	MASON, WILLIAM C.	
STREET ADDRESS	800 PRUDENTIAL DRIVE	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	BORGER, JAMES A M.D.	
STREET ADDRESS	807 NIRA STREET	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	TT	<input type="checkbox"/> DELETE
NAME	HATCHER, WILLIAM K.	
STREET ADDRESS	3344 LAKE SHORE BLVD	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	S	<input type="checkbox"/> DELETE
NAME	JACKSON, REBECCA B.	
STREET ADDRESS	800 PRUDENTIAL DRIVE	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	T/C	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Hughes, Charles E., Jr.	
1.3 STREET ADDRESS	1301 Riverplace Blvd., Suite 1700	
1.4 CITY-ST-ZIP	Jacksonville, FL 32207	
2.1 TITLE	T	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Mason, William C.	
2.3 STREET ADDRESS	1301 Riverplace Blvd., Suite 1700	
2.4 CITY-ST-ZIP	Jacksonville, FL 32207	
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	S	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	Jackson, Rebecca B.	
5.3 STREET ADDRESS	1301 Riverplace Blvd., Suite 1700	
5.4 CITY-ST-ZIP	Jacksonville, FL 32207	
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 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 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Rebecca B. Jackson* Rebecca B. Jackson 7-29-96 904/202-4001
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0001736

CR2E037 (3/96)

BAPTIST HEALTH SYSTEM FOUNDATION, INC.

Tr	Lynda Barco	7587 Wilson Blvd.	Jacksonville, FL 32210
Tr	Bott, Gerald F.	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Callaghan, Rushton H.	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Bromberg, Clayton	229 North Hogan St.	Jacksonville, FL 32202
Tr	Carden, David, DMD	3540 S. Third Street	Jacksonville Beach, FL 32250
Tr	Fiorentino, T. M.	550 Water St.	Jacksonville, FL 32202
Tr	Gottlieb, Mel	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Grenadier, Edward	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Lee, Jeffry	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Mason, Juliette	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Moorehead, Gregory	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Paryani, Shyam, M.D.	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Purser, Kent	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Shephard, James B.	4057 Carmichael	Jacksonville, FL 32207
Tr	Smith, Harold K.	5061 Pirates Cove Rd.	Jacksonville, FL 32210
Tr	Stevens, Peter, M.D.	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32210
Tr	Thompson, Carol C.	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Toney, Joan	2815 Evercharm Place	Jacksonville, FL 32257
Tr	Ussery, Lisa	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Williams, John C.	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207
Tr	Wolfson, Cecil	1301 Riverplace Blvd., Suite 1700	Jacksonville, FL 32207

P Jones, Hugh H., Jr. 1301 Riverplace Blvd., Suite 1700 Jacksonville, FL 32207

V Taylor, Suzanne M. 1301 Riverplace Blvd., Suite 1700 Jacksonville, FL 32207