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FILED
May 18 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # 836519 (9)
 1. Corporation Name
COMPREHENSIVE CARE CORPORATION



Principal Place of Business: 1111 BAYSIDE DRIVE SUITE 100 CORONA DEL MAR CA 92625 US
 Mailing Address: 1111 BAYSIDE DRIVE SUITE 100 CORONA DEL MAR CA 92625 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 06/15/1976
 4. FEI Number: 95-2594724 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 owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

2. Principal Place of Business: 21 1111 Bayside Drive Suite, Apt #, etc. 22 Suite 100 City & State: 23 Corona del Mar, CA Zip: 24 92625 Country: 25 USA
 2a. Mailing Address: 26 1111 Bayside Drive Suite, Apt #, etc. 27 Suite 100 City & State: 28 Corona del Mar, CA Zip: 29 92625 Country: 30 USA

9. Name and Address of Current Registered Agent
UNITED STATES CORPORATION COMPANY
 1201 HAYS STREET
 SUITE 105
 TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent
 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 office if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		DELETE
TITLE	PD	<input type="checkbox"/>
NAME	STREET, CHRIS W	
STREET ADDRESS	1111 BAYSIDE DR SUITE 100	
CITY-ST-ZIP	CORONA DEL MAR CA	
TITLE	V	<input checked="" type="checkbox"/>
NAME	POWERS, RICHARD L.	
STREET ADDRESS	1111 BAYSIDE DRIVE SUITE 100	
CITY-ST-ZIP	CORONA DEL MAR CA	
TITLE	D	<input checked="" type="checkbox"/>
NAME	NICOL, WILLIAM J	
STREET ADDRESS	1111 BAYSIDE DRIVE SUITE 100	
CITY-ST-ZIP	CORONA DEL MAR CA	
TITLE	D	<input type="checkbox"/>
NAME	BOUCHER, WILLIAM H	
STREET ADDRESS	1111 BAYSIDE DRIVE SUITE 100	
CITY-ST-ZIP	CORONA DEL MAR CA	
TITLE	VPST	<input checked="" type="checkbox"/>
NAME	RUPPERT, KERRI	
STREET ADDRESS	1111 BAYSIDE DRIVE SUITE 100	
CITY-ST-ZIP	CORONA DEL MAR CA	
TITLE	DVC	<input type="checkbox"/>
NAME	J. MARVIN FEIGENBAUM	
STREET ADDRESS	1111 BAYSIDE DRIVE SUITE 100	
CITY-ST-ZIP	CORONA DEL MAR CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		Change	Addition
1.1 TITLE	Director	<input type="checkbox"/>	<input checked="" type="checkbox"/>
1.2 NAME	John A. McCarthy		
1.3 STREET ADDRESS	1111 Bayside Drive, Suite 100		
1.4 CITY-ST-ZIP	Corona del Mar, CA - 92625		
2.1 TITLE	Director	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2.2 NAME	A. Richard Pantuliano		
2.3 STREET ADDRESS	1111 Bayside Drive, Suite 100		
2.4 CITY-ST-ZIP	Corona del Mar, CA 92625		
3.1 TITLE	Secretary	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3.2 NAME	Courtney Watson		
3.3 STREET ADDRESS	1111 Bayside Drive, Suite 100		
3.4 CITY-ST-ZIP	Corona del Mar, CA 92625		
4.1 TITLE	EvP	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4.2 NAME	Joni Cummings		
4.3 STREET ADDRESS	1111 Bayside Drive, Suite 100		
4.4 CITY-ST-ZIP	Corona del Mar, CA 92625		
5.1 TITLE	EvP	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5.2 NAME	H.G. Whittington		
5.3 STREET ADDRESS	1111 Bayside Drive, Suite 100		
5.4 CITY-ST-ZIP	Corona del Mar, CA 92625		
6.1 TITLE	Treasurer, Interim CFO	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6.2 NAME	Carol R. Pollack		
6.3 STREET ADDRESS	1111 Bayside Drive, Suite 100		
6.4 CITY-ST-ZIP	Corona del Mar, CA 92625		

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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

SIGNATURE: Sandra Delan, Director of Tax 5/1/98 (714) 222-2273 ext 0526222
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Dep. Sec. of State

CR2E034 (10/97)