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May 05 1997 8:00am
Secretary of State

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| PROFIT CORPORATION ANNUAL REPORT 1997 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Morihpm Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # 843518 (2)
 1. Corporation Name
COUNTRYWIDE SERVICES CORPORATION



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| Principal Place of Business 2000 WESTWOOD DRIVE P.O. BOX 8017 WAUSAU WI 54402-5017 | Mailing Address 2000 WESTWOOD DRIVE P.O. BOX 8017 WAUSAU WI 54402-8017 |
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|--------------------------------|-------------------------|--|--|
| 2. Principal Place of Business | 2a. Mailing Address | 3. Date Incorporated or Qualified 06/21/1979 | 3a. Date of Last Report 04/29/1996 |
| 21. Suite, Apt. #, etc. | 26. Suite, Apt. #, etc. | 4. FEI Number 43-0967042 | Applied For Not Applicable |
| 22. City & State | 27. City & State | 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required |
| 23. Zip | 28. Zip | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | \$5.00 May Be Added to Fees |
| 24. Country | 29. Country | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No | |

| | | | |
|--|--|--|--------------|
| 9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 | | 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 title if applicable (NOTE: Registered Agent signature required when reinstating) DATE _____

| | | | |
|----------------------------|-------------------------------------|---|--|
| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
| TITLE | PD <input type="checkbox"/> DELETE | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | NICHOLS, R. L. | 1.2 NAME | |
| STREET ADDRESS | 11933 WESTLINE IND. DR. | 1.3 STREET ADDRESS | |
| CITY-ST-ZIP | ST. LOUIS MO | 1.4 CITY-ST-ZIP | |
| TITLE | VPS <input type="checkbox"/> DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | J. S. HOFFERT | 2.2 NAME | |
| STREET ADDRESS | 2000 WESTWOOD DR | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | WAUSAU WI | 2.4 CITY-ST-ZIP | |
| TITLE | T <input type="checkbox"/> DELETE | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | J. S. TORRENS | 3.2 NAME | |
| STREET ADDRESS | 2000 WESTWOOD DR | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | WAUSAU WI | 3.4 CITY-ST-ZIP | |
| TITLE | MD <input type="checkbox"/> DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | ISAACSON, S.R. | 4.2 NAME | |
| STREET ADDRESS | 2000 WESTWOOD DR. | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | WAUSAU WI | 4.4 CITY-ST-ZIP | |
| TITLE | VPD <input type="checkbox"/> DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | ROBINETE, D.C. | 5.2 NAME | |
| STREET ADDRESS | 2000 WESTWOOD DR. | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | WAUSAU WI | 5.4 CITY-ST-ZIP | |
| TITLE | <input type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | | 6.2 NAME | D/CHAIRMAN |
| STREET ADDRESS | | 6.3 STREET ADDRESS | D.R. MCFERSON |
| CITY-ST-ZIP | | 6.4 CITY-ST-ZIP | ONE NATIONWIDE PLAZA COLUMBUS OH 43216 |

14. I do 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, changed, or on an attachment with an address.

SIGNATURE: *John S. Torrens* **JOHN S. TORRENS** 4/16/97 (715) 845-5211
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Day Daytime Phone #

CR2E034 (9/96)

COUNTRYWIDE SERVICES CORPORATION
LIST OF OFFICERS AND DIRECTORS

| TITLE | NAME | ADDRESS |
|-------------------------|-----------------|---|
| CHAIRMAN | D.R. MCFERSON | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| CHAIRMAN & CEO | D.R. MCFERSON | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| VICE CHAIRMAN | G.R. BARNES | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| MANAGING DIRECTOR | S.R. ISAACSON | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| PRESIDENT & COO | R.L. NICHOLS | 400 S WOODS MILL RD, ST LOUIS MO 63017-3400 |
| EXEC VP-LAW & CORP SERV | G.E. MC CUTCHAN | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| SR VP & GEN COUNSEL | W.S. DRUEN | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| EXEC VICE PRES. & CFO | R.A. OAKLEY | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| VICE PRESIDENT | J.M. ANLIKER | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| VICE PRESIDENT | G.M. FLEMING | 400 S WOODS MILL RD, ST LOUIS MO 63017-3400 |
| VP, ASSOC GC & SEC | J.S. HOFFERT | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| VICE PRES. & CONTROLLER | T.K. MANION | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| VICE PRESIDENT | D.C. ROBINETTE | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| TREASURER | J.S. TORRENS | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| ASST. SECRETARY | D.W. CLICK | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| ASST. SECRETARY | W.C. OLAFSSON | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| ASST. SECRETARY | D.T. WILHITE | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| ASST. TREASURER | V.E. AMUNDSON | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| ASST. TREASURER | D.M. CAMPBELL | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| DIRECTOR | G.R. BARNES | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| DIRECTOR | D.E. DAVIS | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| DIRECTOR | S.R. ISAACSON | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |
| DIRECTOR | D.R. MCFERSON | ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216 |
| DIRECTOR | R.L. NICHOLS | 400 S WOODS MILL RD, ST LOUIS MO 63017-3400 |
| DIRECTOR | D.C. ROBINETTE | 2000 WESTWOOD DRIVE, WAUSAU, WI 54401 |