FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

FILED
Feb 07 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997

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

DOCUMENT # 849177 (1)

1. Corporation Name
INTERNATIONAL BENEFIT SERVICES CORPORATION

Principal Place of Business	Mailing Address
4150 INTERNATIONAL PLAZA STE 900 FT. WORTH TX 76109 US	4150 INTERNATIONAL PLAZA STE 900 FT. WORTH TX 76109-4899 US

3. Date Incorporated or Qualified: 05/19/1981
3a. Date of Last Report: 02/20/1996

2. Principal Place of Business
21
Suite, Apt #, etc.
22
City & State
23
Zip 24 Country 25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
Zip 29 Country 30

4. FEI Number: 23-2176124 ☐ 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

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. 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	P	☐ DELETE	1.1 TITLE	☐ Change ☐ Addition
NAME	GALLAGHER, JAMES F.		1.2 NAME	
STREET ADDRESS	7120 SERRANO DR.		1.3 STREET ADDRESS	
CITY-ST-ZIP	FT WORTH TX		1.4 CITY-ST-ZIP	
TITLE	TV	☐ DELETE	2.1 TITLE	☐ Change ☐ Addition
NAME	SANTINOCETO, I.J.		2.2 NAME	
STREET ADDRESS	7204 FRANCISCO DR.		2.3 STREET ADDRESS	
CITY-ST-ZIP	FT WORTH TX		2.4 CITY-ST-ZIP	
TITLE	S	☐ DELETE	3.1 TITLE	☐ Change ☐ Addition
NAME	GRIFFIN, A. DIANE		3.2 NAME	
STREET ADDRESS	5001 ROCK RIVER		3.3 STREET ADDRESS	
CITY-ST-ZIP	FT. WORTH TX		3.4 CITY-ST-ZIP	
TITLE	VP	☐ DELETE	4.1 TITLE	☐ Change ☐ Addition
NAME	WALKER, J. KIMBALL		4.2 NAME	
STREET ADDRESS	2108 HIGHGATE		4.3 STREET ADDRESS	
CITY-ST-ZIP	COLLEYVILLE TX		4.4 CITY-ST-ZIP	
TITLE		☐ DELETE	5.1 TITLE	☐ Change ☐ Addition
NAME			5.2 NAME	SEE ATTACHED LIST OF DIRECTORS
STREET ADDRESS			5.3 STREET ADDRESS	
CITY-ST-ZIP			5.4 CITY-ST-ZIP	
TITLE		☐ DELETE	6.1 TITLE	☐ Change ☐ Addition
NAME			6.2 NAME	
STREET ADDRESS			6.3 STREET ADDRESS	
CITY-ST-ZIP			6.4 CITY-ST-ZIP	

CR2E034 (9/96)

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 if changed, or on an attachment with an address.

SIGNATURE: I.J. Santinoceto 2/3/97 (817) 737-1715
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

INTERNATIONAL BENEFIT SERVICES CORPORATION
4150 International Plaza, Suite 900
Fort Worth, Texas 76109-4899
(817) 737-1700 (switchboard)
(817) 737-1781 (facsimile)
(800) 423-1282 (WATS)

DIRECTORS	RESIDENCE ADDRESS	BUSINESS ADDRESS
John P. May, Chairman SS# 421-54-8971	313 Swan Creek Road Ft. Washington, MD 20744	1101 Mercantile Lane, Suite 100 Springdale, MD 20774
James F. Gallagher SS# 181-34-6398	7120 Serrano Drive Fort Worth, TX 76126	4150 International Plaza, Suite 900 Fort Worth, TX 76109-4899
Bernard H. Mizel SS# 568-46-6872	410 East Strawberry Drive Mill Valley, CA 94941	235 Pine Street, 10th Floor San Francisco, CA 94104
John A. Addeo SS# 081-40-6115	70 Valley Road New Canaan, Ct. 06840	470 Park Avenue South, 6th Floor New York, NY 10016

OFFICERS	RESIDENCE ADDRESS	BUSINESS ADDRESS
James F. Gallagher President SS# 181-34-6398	7120 Serrano Drive Fort Worth, TX 76126	4150 International Plaza, Suite 900 Fort Worth, TX 76109-4899
A. Diane Griffin Executive Vice President & Secretary SS# 453-58-2392	5001 Rock River Fort Worth, TX 76103	4150 International Plaza, Suite 900 Fort Worth, TX 76109-4899
I. Joseph Santinoceto Executive Vice President & Treasurer SS# 200-26-4413	7204 Francisco Drive Fort Worth, TX 76133	4150 International Plaza, Suite 900 Fort Worth, TX 76109-4899
John Kimball Walker Senior Vice President SS# 479-62-6743	2108 Highgate Colleyville, TX 76034	4150 International Plaza, Suite 900 Fort Worth, TX 76109-4899