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May 19 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F93000001607 (1)
 1. Corporation Name
NS CROWN SERVICES, INC.



Principal Place of Business THREE COMMERCIAL PLACE NORFOLK VA 23510-2191 US	Mailing Address THREE COMMERCIAL PLACE NORFOLK VA 23510-2108 US
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3. Date Incorporated or Qualified 04/01/1993	3a. Date of Last Report 05/01/1996
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2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29

4. FEI Number 54-1657310	Applied For <input type="checkbox"/>	Not Applicable <input type="checkbox"/>
5. Certificate of Status Desired	<input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No but no tax due		

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 NAME STREET ADDRESS CITY - ST - ZIP	PD GOODE, DAVID R THREE COMMERCIAL PLACE NORFOLK VA <input type="checkbox"/> DELETE	1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V HIXON, JAMES A THREE COMMERCIAL PLACE NORFOLK VA <input type="checkbox"/> DELETE	2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VD TOBIAS, STEPHEN C THREE COMMERCIAL PLACE NORFOLK VA <input type="checkbox"/> DELETE	3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V MANETTA, JON L. THREE COMMERCIAL PLACE NORFOLK VA <input type="checkbox"/> DELETE	4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V SEALE, DONALD W THREE COMMERCIAL PLACE NORFOLK VA <input type="checkbox"/> DELETE	5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VD WATTS, D-H- THREE COMMERCIAL PLACE NORFOLK VA <input type="checkbox"/> DELETE	6.1 TITLE <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP

Henry C. Wolf

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: Virginia B. Taylor (Virginia B. Taylor) **4/9/97** **757/629-2645**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

NS CROWN SERVICES, INC.
Incorporated in the State of Virginia
February 23, 1993

Directors

David R. Goode
Stephen C. Tobias
Henry C. Wolf

Officers

David R. Goode	President
Paul N. Austin	Vice President
William B. Bales(1)	Vice President
James C. Bishop, Jr.	Vice President
R. Alan Brogan(2)	Vice President
David A. Cox	Vice President
Thomas L. Finkbiner	Vice President
Robert C. Fort	Vice President
John W. Fox, Jr.(1)	Vice President
Thomas J. Golian	Vice President
James A. Hixon	Vice President
Jon L. Manetta	Vice President
Harold C. Mauney, Jr.	Vice President
Donald W. Mayberry(1)	Vice President
James W. McClellan	Vice President
Kathryn B. McQuade(1)	Vice President
Charles W. Moorman	Vice President
Phillip R. Ogden(3)	Vice President
L. I. Prillaman	Vice President
John P. Rathbone	Vice President
William J. Romig	Vice President
Donald W. Seale	Vice President
Robert S. Spenski	Vice President
Rashe W. Stephens, Jr.	Vice President
Stephen C. Tobias	Vice President
Henry C. Wolf	Vice President
William C. Wooldridge	Vice President
Sandra T. Pierce	Corporate Secretary
Mary Ann Breazeale(4)	Assistant Corporate Secretary
Dezora M. Martin	Assistant Corporate Secretary
Roger D. Powers(4)	Assistant Corporate Secretary
Virginia B. Taylor	Assistant Corporate Secretary
Sheila W. Trainor	Assistant Corporate Secretary
Ronald E. Sink(1)	Treasurer
Thomas W. Mahoney(1)	Assistant Treasurer
Judith K. Sublett(1)	Assistant Treasurer
Clarence Turpin III(1)	Assistant Treasurer

Address unless otherwise indicated:

Three Commercial Place
Norfolk, VA 23510-2191

(1) 110 Franklin Road, S.E.
Roanoke, VA 24042

(3) 99 Spring Street
Atlanta, GA 30303

(2) 5001 U. S. Highway 30 West
Ft. Wayne, IN 46818

(4) 185 Spring Street
Atlanta, GA 30303

2/1/97

3/M