

**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

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**PROFIT CORPORATION ANNUAL REPORT 1999**



FLORIDA DEPARTMENT OF STATE  
**Katherine Harris**  
 Secretary of State  
 DIVISION OF CORPORATIONS

**FILED**  
 99 MAR -5 PM 2:43  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**DOCUMENT # F95000005106**  
 1. Corporation Name  
**FRANK RUSSELL INVESTMENT MANAGEMENT COMPANY**



Principal Place of Business: 909 A STREET -- 11<sup>th</sup> FLOOR - LEGAL DEPT. TACOMA WA 98402  
 Mailing Address: 909 A STREET -- 11<sup>th</sup> FLOOR - LEGAL DEPT. TACOMA WA 98402

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: **10/19/1995**

4. FEI Number: **91-1175092** 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 the current year Intangible Personal Property Tax:  Yes  No

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

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

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when re-registering) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>D</b>	11 TITLE	<b>Director</b>
NAME	<b>RUSSELL, GEORGE F JR.</b>	12 NAME	<b>Randall P. Lyons</b>
STREET ADDRESS	<b>8012 SILVERBOW ROAD KPN</b>	13 STREET ADDRESS	<b>909 A Street</b>
CITY-ST-ZIP	<b>LAKEBAY WA 98349</b>	14 CITY-ST-ZIP	<b>Tacoma, WA 98402</b>
TITLE	<b>DC</b>	21 TITLE	<b>Treasurer &amp; Chief Financial Officer</b>
NAME	<b>ANDERSON, LYNN L</b>	22 NAME	<b>P. Craig Ueland</b>
STREET ADDRESS	<b>6217 139TH PLACE SE</b>	23 STREET ADDRESS	<b>909 A Street</b>
CITY-ST-ZIP	<b>BELLEVUE WA 98006</b>	24 CITY-ST-ZIP	<b>Tacoma, WA 98402</b>
TITLE	<b>S</b>	31 TITLE	<b>Controller</b>
NAME	<b>EGE, KARL J</b>	32 NAME	<b>Linda L. Gutmann</b>
STREET ADDRESS	<b>933 21ST AVE. EAST</b>	33 STREET ADDRESS	<b>909 A Street</b>
CITY-ST-ZIP	<b>SEATTLE WA 98112</b>	34 CITY-ST-ZIP	<b>Tacoma, WA 98402</b>
TITLE	<b>TCFO</b>	41 TITLE	<b>Asst. Secretary and Associate General Counsel</b>
NAME	<b>MCDONALD, JAMES M</b>	42 NAME	<b>Gregory J. Lyons</b>
STREET ADDRESS	<b>3113 CLAREMONT DR.</b>	43 STREET ADDRESS	<b>909 A Street</b>
CITY-ST-ZIP	<b>TACOMA WA 98407</b>	44 CITY-ST-ZIP	<b>Tacoma, WA 98402</b>
TITLE	<b>P</b>	51 TITLE	<b>Asst. Secretary &amp; Associate General Counsel</b>
NAME	<b>RUSSELL, ERIC A</b>	52 NAME	<b>Deedra S. Walkey</b>
STREET ADDRESS	<b>7908 OLYMPIC VIEW DRIVE NW</b>	53 STREET ADDRESS	<b>909 A Street</b>
CITY-ST-ZIP	<b>GIG HARBOR WA 98335</b>	54 CITY-ST-ZIP	<b>Tacoma, WA 98402</b>
TITLE	<b>AS</b>	61 TITLE	<b>Asst. Secretary</b>
NAME	<b>GRISWOLD, J. DAVID</b>	62 NAME	<b>Carla L. Anderson</b>
STREET ADDRESS	<b>3006 38TH AVENUE SW</b>	63 STREET ADDRESS	<b>909 A Street</b>
CITY-ST-ZIP	<b>SEATTLE WA 98126</b>	64 CITY-ST-ZIP	<b>Tacoma, WA 98402</b>

15 CHANGE	<input type="checkbox"/>
16 ADDITION	<input checked="" type="checkbox"/>
17 CHANGE	<input type="checkbox"/>
18 ADDITION	<input checked="" type="checkbox"/>
19 CHANGE	<input type="checkbox"/>
20 ADDITION	<input checked="" type="checkbox"/>
21 CHANGE	<input type="checkbox"/>
22 ADDITION	<input checked="" type="checkbox"/>
23 CHANGE	<input type="checkbox"/>
24 ADDITION	<input checked="" type="checkbox"/>

14. I 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 in an attachment with an address, with all other like empowered.

SIGNATURE: [Signature] 2/25/99 253-591-3537

CR2E034 (11/98)

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**Item #13 (Con't)**  
**Additional Directors and Officers**  
**FRANK RUSSELL INVESTMENT MANAGEMENT COMPANY**

<b>Title</b>	<b>Name</b>	<b>Street Address</b>	<b>Status</b>
Asst. Secretary	Mary E. Hughs	909 A Street Tacoma, WA 98402	Addition
Director, Compliance and Internal Audit, Chief Compliance Officer	Bruce James Rohrbacher	909 A Street Tacoma, WA 98402	Addition