

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

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90128 029 \*\*\*150.00

PROFIT CORPORATION  
 ANNUAL REPORT  
**1999**



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

**DOCUMENT # F98000004588**

1. Corporation Name  
**BASS RESOURCES, INC.**



Principal Place of Business THREE RAVINIA DR., STE 2900 ATLANTA GA 30346	Mailing Address THREE RAVINIA DR., STE 2900 ATLANTA GA 30346
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified <b>08/12/1998</b>	
4. FEI Number <b>58-2398188</b>	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21	2a. Mailing Address 26
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27
City & State 23	City & State 28
Zip 24	Country 25
Zip 29	Country 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	85 Zip Code <b>FL</b>

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 reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD OLIVER, THOMAS R THREE RAVINIA DR., STE 2900 ATLANTA GA	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VD MACFARLANE, ANDREW THREE RAVINIA DR., STE 2900 ATLANTA GA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD HUNT, CRAIG H THREE RAVINIA DR., STE 2900 ATLANTA GA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V DURNING, LUCINDA J THREE RAVINIA DR., STE 2900 ATLANTA GA	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS HILL, ROBERT D THREE RAVINIA DR., STE 2900 ATLANTA GA	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V ANHUNT, JAMES F THREE RAVINIA DR., STE 2900 ATLANTA GA	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	VT ROBERT J. CHITTY THREE RAVINIA DRIVE, SUITE 2900 ATLANTA, GA 30346-2149	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	VD	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	V JOHN T. SWEETWOOD THREE RAVINIA DRIVE, SUITE 2900 ATLANTA, GA 30346-2149	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	S MORTON ARONSON THREE RAVINIA DRIVE, SUITE 2900 ATLANTA, GA 30346-2149	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	PD	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition

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 on an attachment with an address, with all other like empowered.

SIGNATURE: Teresa Blankenship TERESA BLANKENSHIP 4/23/99 (770) 604-2000  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

**Directors, Officers, etc.**

**Bass Resources, Inc.**

**Business Address for the following is: Three Ravinia Drive, Suite 2900  
Atlanta, Georgia 30346-2149**

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**DIRECTORS:**

James F. Anhut  
John T. Sweetwood  
Craig H. Hunt

Director  
Director  
Director

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53221190128.29

**OFFICERS:**

James F. Anhut  
Morton H. Aronson  
Robert J. Chitty  
Morton H. Aronson  
Edward E. Barker  
Michael L. Goodson  
Craig H. Hunt  
Andrew Macfarlane  
John T. Sweetwood  
John Tarantini  
Thomas D. Woodward  
Larry B Doyle  
Teresa Blankenship  
Thomas H. Brettschneider  
James L. Kacena  
Ellen Smith  
Kate Stillman

President  
Secretary  
Vice President and Treasurer  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President, Operations  
Assistant Secretary  
Vice President  
Assistant Secretary  
Assistant Secretary  
Assistant Secretary