

FILE NOW: FILING FEE IS \$61.25

**FILED**  
**Mar 03, 1999 8:00 am**  
**Secretary of State**

03-03-1999 90021 035 \*\*\*\*70.00

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|                                                                                                            |  |                                                                                   |                                                                                                |                                                                                                                 |  |
|------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|--|
| <b>NONPROFIT CORPORATION ANNUAL REPORT 1999</b>                                                            |  |  |                                                                                                | <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |  |
| <b>DOCUMENT # P04292</b>                                                                                   |  |                                                                                   |                                                                                                |                                                                                                                 |  |
| 1. Corporation Name<br><b>THE UNION INSTITUTE, INC.</b>                                                    |  |                                                                                   |                                                                                                |                                                                                                                 |  |
| Principal Place of Business<br><b>440 E. MCMILLAN AVE.</b><br><b>CINCINNATI OH 45206-1925</b><br><b>US</b> |  |                                                                                   | Mailing Address<br><b>440 E. MCMILLAN AVE.</b><br><b>CINCINNATI OH 45206-1947</b><br><b>US</b> |                                                                                                                 |  |



|                                |  |                     |  |                                   |  |
|--------------------------------|--|---------------------|--|-----------------------------------|--|
| 2. Principal Place of Business |  | 2a. Mailing Address |  | 3. Date Incorporated or Qualified |  |
| 21                             |  | 26                  |  | 12/10/1984                        |  |
| Suite, Apt. #, etc.            |  | Suite, Apt. #, etc. |  | 4. FEI Number                     |  |
| 22                             |  | 27                  |  | 31-0747997                        |  |
| City & State                   |  | City & State        |  | 5. Certificate of Status Desired  |  |
| 23                             |  | 28                  |  | X \$8.75 Additional Fee Required  |  |
| Zip                            |  | Zip                 |  | 6. Election Campaign Financing    |  |
| 24                             |  | 29                  |  | Trust Fund Contribution           |  |
| Country                        |  | Country             |  | 5.00 May Be Added to Fees         |  |
| 25                             |  | 30                  |  | 45206-1925                        |  |

|                                                                                                                                    |  |  |  |                                                       |  |  |  |
|------------------------------------------------------------------------------------------------------------------------------------|--|--|--|-------------------------------------------------------|--|--|--|
| 9. Name and Address of Current Registered Agent                                                                                    |  |  |  | 10. Name and Address of New Registered Agent          |  |  |  |
| <b>LOHR, CHERIE K PH.D.</b><br><b>VENTURE CENTRE, SUITE 102</b><br><b>16853 NE SECOND AVENUE</b><br><b>N. MIAMI BEACH FL 33162</b> |  |  |  | 81 Name                                               |  |  |  |
|                                                                                                                                    |  |  |  | 82 Street Address (P.O. Box Number is Not Acceptable) |  |  |  |
|                                                                                                                                    |  |  |  | 83                                                    |  |  |  |
|                                                                                                                                    |  |  |  | 84 City                                               |  |  |  |
|                                                                                                                                    |  |  |  | 85 Zip Code                                           |  |  |  |
|                                                                                                                                    |  |  |  | FL                                                    |  |  |  |

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE \_\_\_\_\_ (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                       | CONLEY, ROBERT T      |            |  | 1.2 NAME                                              |                         |  |  |
| STREET ADDRESS             | 440 E. MCMILLAN       |            |  | 1.3 STREET ADDRESS                                    |                         |  |  |
| CITY-ST-ZIP                | CINCINNATI OH         |            |  | 1.4 CITY-ST-ZIP                                       |                         |  |  |
| TITLE                      | V                     | [ ] DELETE |  | 2.1 TITLE                                             | [ ] Change [ ] Addition |  |  |
| NAME                       | WOOD, SUSAN J         |            |  | 2.2 NAME                                              |                         |  |  |
| STREET ADDRESS             | 440 E. MCMILLAN       |            |  | 2.3 STREET ADDRESS                                    |                         |  |  |
| CITY-ST-ZIP                | CINCINNATI OH         |            |  | 2.4 CITY-ST-ZIP                                       |                         |  |  |
| TITLE                      | D                     | [ ] DELETE |  | 3.1 TITLE                                             | [ ] Change [ ] Addition |  |  |
| NAME                       | PRUITT, GEORGE        |            |  | 3.2 NAME                                              |                         |  |  |
| STREET ADDRESS             | EDISON STATE COLLEGE  |            |  | 3.3 STREET ADDRESS                                    |                         |  |  |
| CITY-ST-ZIP                | TRENTON NJ            |            |  | 3.4 CITY-ST-ZIP                                       |                         |  |  |
| TITLE                      | D                     | [ ] DELETE |  | 4.1 TITLE                                             | [ ] Change [ ] Addition |  |  |
| NAME                       | GOODMAN-MALAMUTH, LEO |            |  | 4.2 NAME                                              |                         |  |  |
| STREET ADDRESS             | 78781 GOLDEN REED DR  |            |  | 4.3 STREET ADDRESS                                    |                         |  |  |
| CITY-ST-ZIP                | PALM DESERT CA 92211  |            |  | 4.4 CITY-ST-ZIP                                       |                         |  |  |
| TITLE                      | SD                    | [ ] DELETE |  | 5.1 TITLE                                             | [ ] Change [ ] Addition |  |  |
| NAME                       | HAYES, M. JOANNE      |            |  | 5.2 NAME                                              |                         |  |  |
| STREET ADDRESS             | 6671 SW 70TH TERRACE  |            |  | 5.3 STREET ADDRESS                                    |                         |  |  |
| CITY-ST-ZIP                | MIAMI FL 33143        |            |  | 5.4 CITY-ST-ZIP                                       |                         |  |  |
| TITLE                      | DC                    | [ ] DELETE |  | 6.1 TITLE                                             | [ ] Change [ ] Addition |  |  |
| NAME                       | WILLIAMS, FAY         |            |  | 6.2 NAME                                              |                         |  |  |
| STREET ADDRESS             | 55 MONUMENT CIRCLE    |            |  | 6.3 STREET ADDRESS                                    |                         |  |  |
| CITY-ST-ZIP                | INDIANAPOLIS IN       |            |  | 6.4 CITY-ST-ZIP                                       |                         |  |  |

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 617, 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: Susan J. Wood REQUIRED 01/08/99 513-861-6400

CR2E037 (11/98)