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PROFIT CORPORATION ANNUAL REPORT 1996

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



DOCUMENT # P28209 (5)
1. Corporation Name
RESIDENTIAL SERVICES CORPORATION OF AMERICA



Principal Place of Business: 8000 MARYLAND AVE, STE 1400, CLAYTON MO 63105, US

Mailing Address: 5325 SPECTRUM DR, PO BOX 4198, FREDERICK MD 21705-198, US

3. Date Incorporated or Qualified: 02/21/1990
3a. Date of Last Report: 05/01/1995
4. FEI Number: 52-1618675
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

2. Principal Place of Business (21)
2a. Mailing Address (26)
Suite, Apt. #, etc. (22)
City & State (23)
Zip (24) Country (25)
Zip (29) Country (30)

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
85 Zip Code: FL

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 expires when reinstating) DATE: _____

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|------------------------------|---|----------------------|
| TITLE | DC | 1.1 TITLE | D COB |
| NAME | JOHNSON, MILAN E. | 1.2 NAME | E. MICHAEL CAULFIELD |
| STREET ADDRESS | 751 BROAD STREET | 1.3 STREET ADDRESS | 751 BROAD STREET |
| CITY-ST-ZIP | NEWARK NJ 77 | 1.4 CITY-ST-ZIP | NEWARK, NJ 07102 |
| TITLE | D | 2.1 TITLE | D |
| NAME | GALT, HELEN M | 2.2 NAME | GARY TRABKA |
| STREET ADDRESS | 213 WASHINGTON ST, 8TH FLOOR | 2.3 STREET ADDRESS | 751 BROAD STREET |
| CITY-ST-ZIP | NEWARK NJ | 2.4 CITY-ST-ZIP | NEWARK, NJ 07102 |
| TITLE | D | 3.1 TITLE | |
| NAME | BRASWELL, STEPHEN R | 3.2 NAME | |
| STREET ADDRESS | 751 BROAD STR | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | NEWARK NJ 77 | 3.4 CITY-ST-ZIP | |
| TITLE | PD | 4.1 TITLE | |
| NAME | MOSKOWITZ, MARVIN I. | 4.2 NAME | |
| STREET ADDRESS | 8000 MARYLAND AVE, #1400 | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLAYTON MO | 4.4 CITY-ST-ZIP | |
| TITLE | VM | 5.1 TITLE | ASST SEC |
| NAME | CULANG, HOWARD B. | 5.2 NAME | SHERILL M. HALL |
| STREET ADDRESS | 379 THORNALL ST, 3RD FL | 5.3 STREET ADDRESS | 5325 SPECTRUM DR |
| CITY-ST-ZIP | EDISON NJ | 5.4 CITY-ST-ZIP | FREDERICK, MD 21701 |
| TITLE | V | 6.1 TITLE | |
| NAME | CRAIG, BARBARA L. | 6.2 NAME | |
| STREET ADDRESS | 5325 SPECTRUM DR. | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | FREDERICK MD | 6.4 CITY-ST-ZIP | |

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14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: Sherill M. Hall **SHERILL M. HALL** Date: 4/16/96 (301) 696-7900

CR2E034 (12/95)

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RESIDENTIAL SERVICES CORPORATION OF AMERICA
LIST OF OFFICERS AND DIRECTORS
FEIN: 52-1618675
As of December 31, 1995

| NAME AND HOME ADDRESS | TITLE | SOCIAL SECURITY # | DATE OF BIRTH | BUSINESS ADDRESS | % TIME EVOTE | APPOINT DATE | TERM |
|--|--|--------------------------|----------------------|---|---------------------|---------------------|-------------|
| Marvin I. Moskowitz 9 Oakleigh Lane St. Louis, MO 63124 | DIRECTOR, PRESIDENT AND CHIEF EXECUTIVE OFFICER | 112-32-8256 | 12/3/41 | 8000 Maryland Avenue Suite 1400 Clayton, MO 63105 | AS NEC. | 02/27/89 | Indef. |
| E. Michael Caulfield 4 Park Lane Madison, NJ 07938 | DIRECTOR AND CHAIRMAN OF THE BOARD | 024-36-4803 | 12/28/46 | 751 Broad Street Newark, NJ 07102 | AS NEC. | 01/03/94 | Indef. |
| Gary Trabka 495 Hoghland Avenue Upper Montclair, NJ 07043 | DIRECTOR | 048-40-8628 | 10/21/54 | 751 Broad Street Newark, NJ 07102 | AS NEC. | 9/1/95 | Indef. |
| John C. Martin Churchill Road Brownsville, VT 05037 | MANAGING DIRECTOR, CHIEF INFORMATION OFFICER, & EXECUTIVE VICE PRESIDENT | 019-28-9969 | 11/22/37 | 5325 Spectrum Drive Frederick, MD 21701 | AS NEC. | 10/04/93 | Indef. |
| Lawrence E. Swedroe 403 Conway Village Drive Creve Coeur, MO 63141 | MANAGING DIRECTOR EXECUTIVE VICE PRESIDENT, AND ASSISTANT TREASURER | 055-38-2552 | 11/22/51 | 8000 Maryland Avenue Suite 1400 Clayton, MO 63105 | AS NEC. | 02/27/89 | Indef. |
| Phillip W. Bracken 2044 Kingspointe Drive Chesterfield, MO 63017 | MANAGING DIRECTOR AND EXECUTIVE VICE PRESIDENT | 328-44-9138 | 9/16/49 | 8000 Maryland Ave. Suite 1400 Clayton, MO 63105 | AS NEC. | 12/28/92 | Indef. |
| Richard G. Thornberry 1901 York Ridge Court Chesterfield, MO 63017 | EXECUTIVE VICE PRESIDENT | 498-62-6240 | 12/27/58 | 8000 Maryland Avenue Suite 1400 Clayton, MO 63105 | AS NEC. | 12/28/92 | Indef. |
| Lawrence B. Kiefer 316 Ashland Road Ashland, NJ 07901 | EXECUTIVE VICE PRESIDENT, SECRETARY, AND GENERAL COUNSEL | 141-36-4480 | 12/24/46 | 751 Broad Street Newark, NJ 07102-3777 | AS NEC. | 04/29/91 | Indef. |
| Jerry L. Halbrook 17303 Countryside Manor Pkwy Clayton, MO 63005 | EXECUTIVE VICE PRESIDENT, TREASURER, AND CONTROLLER/COMPTROLLER | 486-74-2237 | 5/6/61 | 8000 Maryland Avenue Suite 1400 Clayton, MO 63105 | AS NEC. | 02/07/94 | Indef. |
| Bernard N. Brown 3926 Lumo Circle Randallstown, MD 21133 | VICE PRESIDENT | 219-68-3616 | 4/11/57 | 5325 Spectrum Drive Frederick, MD 21701 | AS NEC. | 10/04/93 | Indef. |
| Barbara L. Craig 307 Upper College Terrace Frederick, MD 21701 | VICE PRESIDENT | 372-62-8344 | 7/22/59 | 5325 Spectrum Drive Frederick, MD 21701 | AS NEC. | 10/1/90 | Indef. |
| Helen L. Rubin 12417 Goldfinch Court Potomac, MD 20854 | VICE PRESIDENT | 064-34-4320 | 1/12/42 | 5325 Spectrum Drive Frederick, MD 21701 | AS NEC. | 12/28/92 | Indef. |
| Ronald W. Peppe, II 1432 Grouse Court Frederick, MD 21702 | VICE PRESIDENT AND ASSISTANT SECRETARY | 219-88-2283 | 11/23/61 | 5325 Spectrum Drive Frederick, MD 21701 | As Nec. | 2/17/92 | Indef. |
| Jeffrey Marston 7 Infield Court, South Rockville, MD 20854 | VICE PRESIDENT AND ASSISTANT SECRETARY | 093-48-7987 | 09/24/55 | 5325 Spectrum Drive Frederick, MD 21701 | AS NEC. | 10/25/89 | Indef. |
| As of January 29, 1996: | | | | | | | |
| Sherrill M. Hall 7552 Elioak Terrace Gaithersburg, MD 20879 | ASSISTANT SECRETARY | 213-48-4190 | 10/29/36 | 5325 Spectrum Drive Frederick, MD 21701 | AS NEC. | 1/29/96 | Indef. |