


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

FILED
Apr 14 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P97000109176 (2)**

1. Corporation Name
HCP, INC.

Principal Place of Business
**712 US HIGHWAY ONE
SUITE 400
NORTH PALM BEACH FL 33408**

Mailing Address
**712 US HIGHWAY ONE
SUITE 400
NORTH PALM BEACH FL 33408**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/29/1997	
21		26		4. FEI Number 65-0804795	Applied For <input type="checkbox"/> Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
22		27		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State		City & State		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
23		28			
Zip	Country	Zip	Country		
24	25	29	30		
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
COHEN, FRED C 712 US HIGHWAY ONE SUITE 400 NORTH PALM BEACH FL 33408				81	Name
				82	Street Address (P.O. Box Number is Not Acceptable)
				83	
				84	City
				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	P/D	<input type="checkbox"/> DELETE		1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	Mel L. Hughes			1.2 NAME			
STREET ADDRESS	1755 Graham Ave., Ste 102			1.3 STREET ADDRESS			
CITY-ST-ZIP	Henderson, NC 27536			1.4 CITY-ST-ZIP			
TITLE	Chrmn/VP/D	<input type="checkbox"/> DELETE		2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	Barry S. Crown			2.2 NAME			
STREET ADDRESS	414 No. Orleans, #301			2.3 STREET ADDRESS			
CITY-ST-ZIP	Chicago, IL 60610			2.4 CITY-ST-ZIP			
TITLE	VP/ASST.SECTY/D	<input type="checkbox"/> DELETE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	Beverly J. Crown			3.2 NAME			
STREET ADDRESS	414 No. Orleans, #301			3.3 STREET ADDRESS			
CITY-ST-ZIP	Chicago, IL 60610			3.4 CITY-ST-ZIP			
TITLE	VP/S/D	<input type="checkbox"/> DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	Laurie J. Crown			4.2 NAME			
STREET ADDRESS	414 No. Orleans, #301			4.3 STREET ADDRESS			
CITY-ST-ZIP	Chicago, IL 60610			4.4 CITY-ST-ZIP			
TITLE	VP/ASST.SECTY/D	<input type="checkbox"/> DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	Donna L. Crown			5.2 NAME			
STREET ADDRESS	414 No. Orleans, #301			5.3 STREET ADDRESS			
CITY-ST-ZIP	Chicago, IL 60610			5.4 CITY-ST-ZIP			
TITLE	VP/T/D	<input type="checkbox"/> DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	Bruce A. Crown Bradley D. Crown			6.2 NAME			
STREET ADDRESS	414 No. Orleans, #301			6.3 STREET ADDRESS			
CITY-ST-ZIP	Chicago, IL 60610			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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Bruce A. Crown

3/20/98

361/624-3849

CP2E034 (10/97)