

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

PROFIT
CORPORATION
ANNUAL REPORT
1999



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

FILED
Jun 09, 1999 8:00 am
Secretary of State

06-09-1999 90016 014 ***550.00

DOCUMENT # S09307

1. Corporation Name
ACORDIA SOUTHEAST, INC.



Principal Place of Business
**311 PARK PLACE BLVD.
SUITE 400
CLEARWATER FL 34619
US**

Mailing Address
**311 PARK PLACE BLVD.
SUITE 400
CLEARWATER FL 34619
US**

DO NOT WRITE IN THIS SPACE

| | | |
|--------------------------------|---------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| 2. Principal Place of Business | 2a. Mailing Address | 3. Date Incorporated or Qualified |
| 21 | 26 | 10/23/1990 |
| Suite, Apt. #, etc. | Suite, Apt. #, etc. | 4. FEI Number |
| 22 | 27 | 94-3130804 |
| City & State | City & State | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required |
| 23 | 28 | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees |
| Zip Country | Zip Country | 8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No |
| 24 | 25 | 29 |
| 26 | 27 | 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 |
| 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

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 | 1.1 TITLE | VP |
| NAME | SMITH, STEPHEN T | 1.2 NAME | |
| STREET ADDRESS | 311 PARK PALCE BLVD, SUITE 400 | 1.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEARWATER FL 33759 | 1.4 CITY-ST-ZIP | |
| TITLE | VP | 2.1 TITLE | P |
| NAME | TALABA, JOHN | 2.2 NAME | |
| STREET ADDRESS | 311 PARK PALCEA BLVD., STE 400 | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEARWATER FL 33759 | 2.4 CITY-ST-ZIP | |
| TITLE | DP | 3.1 TITLE | |
| NAME | HARPER, JAMES R. | 3.2 NAME | |
| STREET ADDRESS | 311 PARK PLACE BLVD, SUITE 400 | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | CLEARWATER FL 33759 | 3.4 CITY-ST-ZIP | |
| TITLE | | 4.1 TITLE | VP |
| NAME | | 4.2 NAME | FREDERICK R. FILLMORE |
| STREET ADDRESS | | 4.3 STREET ADDRESS | 311 PARK PLACE BLVD, SUITE 400 |
| CITY-ST-ZIP | | 4.4 CITY-ST-ZIP | CLEARWATER, FL 33759 |
| TITLE | | 5.1 TITLE | |
| NAME | | 5.2 NAME | |
| STREET ADDRESS | | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 5.4 CITY-ST-ZIP | |
| TITLE | | 6.1 TITLE | |
| NAME | | 6.2 NAME | |
| STREET ADDRESS | | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 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, with all other like empowered.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

John Talaba
John Talaba

5/27/99

Date

(727) 796-6666

Daytime Phone #

CR2E034 (11/98)