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Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997

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

DOCUMENT # 353441 (9)
1. Corporation Name
WESTLAND-HIALEAH THOM MCAN INC

Principal Place of Business Mailing Address
67 MILLBROOK STREET 67 MILLBROOK STREET
WORCESTER MA 01606 WORCESTER MA 01606-2817
933 MAC ARTHUR BLVD. 933 MAC ARTHUR BLVD.
MAHWAH, N.J. 07430 MAHWAH, N.J. 07430

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip 28 Zip
24 Country 25 USA 29 Country 30 USA

9. Name and Address of Current Registered Agent
UNITED STATES CORPORATION COMPANY
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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	PD	1.1 TITLE	P.J.M. ROBINSON
NAME	MCVEY, LARRY A	1.2 NAME	
STREET ADDRESS	67 MILLBROOK ST	1.3 STREET ADDRESS	933 MAC ARTHUR BLVD.
CITY-ST-ZIP	WORCESTER, MA 00000	1.4 CITY-ST-ZIP	MAHWAH, N.J. 07430
TITLE	VD	2.1 TITLE	S
NAME	WOZNAK, EDWARD S.	2.2 NAME	EDWARD J. LUCBY
STREET ADDRESS	67 MILLBROOK ST	2.3 STREET ADDRESS	
CITY-ST-ZIP	WORCESTER, MA 00000	2.4 CITY-ST-ZIP	
TITLE	VD	3.1 TITLE	
NAME	ANDERSON, THEODORE L.	3.2 NAME	
STREET ADDRESS	67 MILLBROOK ST	3.3 STREET ADDRESS	
CITY-ST-ZIP	WORCESTER, MA 00000	3.4 CITY-ST-ZIP	
TITLE	AS	4.1 TITLE	AS
NAME	LARENCE, ROGER	4.2 NAME	GERALD BAHLMAN
STREET ADDRESS	67 MILLBROOK ST	4.3 STREET ADDRESS	933 MAC ARTHUR BLVD.
CITY-ST-ZIP	WORCESTER, MA 00000	4.4 CITY-ST-ZIP	MAHWAH, N.J. 07430
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 do 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 or on an attachment with an address.

SIGNATURE: GERALD BAHLMAN JAN 13 1997 (201) 934-2000