SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998. AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

Principal Place of Business

7301 BAYMEADOWS WAY

1998



ELORIDA DEPARTMENT DE STATE

Sandra B. Mortham

Secretary of State **DIVISION OF CORPORATIONS**

DOCUMENT #

1. Corporation Name

(7)

HOMESIDE HOLDINGS, INC.

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Mailing Address	r indicht trer iffalle trere nerer attie tein aleit fran attil attil attir att
7001 DAVMEADOUIC MAY	

FILED

Aug 17 1998 8:00am

Secretary of State

7301 BAYMEADOWS WAY JACKSONVILLE FL 32256 JACKSONVILLE FL 32256 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 11/17/1970 2. Principal Place of Business 4. FEI Number 2a. Mailing Address Applied For 59-1353638 21 Not Applicable 26 \$8.75 Additional Sulte, Apt. #, etc. Suite, Apt. #, etc. П 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 28 Trust Fund Contribution Added to Fees Country 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No Zip Country Zip Personal Property Tax due June 30. 24 25 29 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name LEA. MARILYN J 7301 BAYMEADOWS WAY Street Address (P.O. Box Number is Not Acceptable) JACKSONVILLE FL 32256 83 City Zip Code 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, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12 OFFICERS AND DIRECTORS 13. 1.1 TITLE TITLE ■ DELETE __ Change __ Addition PICKETT, JOE K. NAME 1.2 NAME 7301 BAYMEADOWS WAY STREET ADDRESS 1.3 STREET ADDRESS JACKSONVILLE FL 32256 CITY-ST-ZIP 1.4 CITY-ST-ZIP 2.1 TITLE TITLE DELETE Change Addition HARRIS, HUGH R. 2.2 NAME NAME 7301 BAYMEADOWS WAY STREET ADDRESS 2.3 STREET ADDRESS JAOKSONFILLE FL 32258 CITY-ST-ZIP 2.4 CITY-ST-ZIP 3.1 TITLE TITLE DELETE ___ Addition JACOBS, RUBERT J. jacobd. Robert J. NAME 3.2 NAME 7301 BAY MEADOWS WAY 3.3 STREET ADDRESS STREET ADDRESS JACKSONVILLE FL 32256 CITY-ST-ZIP 3.4 CITY-ST-ZIP TITLE DELETE 4.1 TITLE L Change Addition GLASGOW, WILLIAMS JR. **600**0026185**0**6 4.2 NAME NAME 7301 BAYMEADOWS WAY: **-08/18/98--**01028--0**0**7 STREET ADDRESS 4.3 STREET ADDRESS JACKSONVILLE FL 32256 ***1650.00 4.4 CITY-ST-ZiP CITY-ST-ZIP TITLE DELETE 5.1 TITLE Change Addition NAME 5.2 NAME 730, BAYMENDEUS WAY THENSMULL, FL 32482 STREET ADDRESS 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP CITY-ST-ZIP TITLE DELETE 6.1 TITLE Change Addition ENGA, M. ROBERT NAME 6.2 NAME PE 6.3 STREET ADDRESS STREET ADDRESS 8.17 32256 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 empower office 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 fin attachment with on address.

(2/38)CR2E034

Directors:

Joe K. Pickett Chairman and Chief Executive Officer Hugh Harris President and Chief Operating Officer Vice President and Secretary Robert J. Jacobs

Officers:

Joe K. Pickett Chairman and Chief Executive Officer Hugh R. Harris President and Chief Operating Officer Robert J. Jacobs Vice President and Secretary Vice President and Treasurer Kevin D. Race William Glasgow, Jr. Vice President Thomas A. Hajda Vice President and Assistant Secretary G. Alan Howard Vice President and Assistant Secretary M. Robert Roofner Vice President and Assistant Secretary

Officership for Signing Purposes Only:

NAME	TITLE	LOCATION
Brenda F. Brendle	Vice President and Assistant Secretary	Jacksonville
Karen Bryan	Vice President and Assistant Secretary	
Linda English	Vice President and Assistant Secretary	11
Joel Gendron	Vice President and Assistant Secretary	San Antonio
Cherl S. Jefferson	Vice President and Assistant Secretary	t#
Janet E. Koenig	Vice President and Assistant Secretary	Jacksonville
Teresa Rosquete	Vice President and Assistant Secretary	11
Lynette Birdwell	Assistant Vice President	H
Gilbert Harkless	Assistant Secretary	San Antonio
Ann Harrell	Assistant Secretary	D.
Edna Mathis	Assistant Secretary	San An to nio
Tangerine Stellacie	Assistant Secretary	Jacksonville
Pamela Riechmann	Assistant Secretary	Jacksonville

By Resolution dated September 24, 1996, the Chairman of the Board is authorized to appoint officers at the Vice President level and below.