

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION ANNUAL REPORT 1996



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

FILED
Feb 13, 1996 08:00 AM
Secretary of State

DOCUMENT # **406663** (5)

1. Corporation Name
HEALTHPLAN SERVICES, INC.



Principal Place of Business: **3501 FRONTAGE RD TAMPA FL 33607-3599**
Mailing Address: **P.O. BOX 30098 TAMPA FL 33630**

3. Date Incorporated or Qualified: **08/10/1972** 3a. Date of Last Report: **02/08/1995**
4. FEI Number: **59-1407300** Applied For: Not Applicable
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** Suite, Apt. #, etc. **22** City & State **23** Zip **24** Country **25**
2a. Mailing Address: **26** Suite, Apt. #, etc. **27** City & State **28** 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 **FL** **85** Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.508, 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: _____ (to be signed by the person designated as registered agent) Date: _____

12. OFFICERS AND DIRECTORS		
TITLE	VP	<input type="checkbox"/> DELETE
NAME	DUTKOWSKY, JOHN J	
STREET ADDRESS	5614 PINE BAY DR.	
CITY-STATE-ZIP	TAMPA FL 33625	
TITLE	SVP	<input type="checkbox"/> DELETE
NAME	HAWKINS, GEORGE K JR	
STREET ADDRESS	505 BELLE CHASE CIR.	
CITY-STATE-ZIP	TAMPA FL 33634	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	HUNTER, ANN T	
STREET ADDRESS	4920 ROCKLEDGE CIR.	
CITY-STATE-ZIP	TAMPA FL 33624	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	O'CONNELL, LINDA W	
STREET ADDRESS	804 S, DELAWARE AVE.	
CITY-STATE-ZIP	TAMPA FL 33606	
TITLE	EVP	<input type="checkbox"/> DELETE
NAME	RAECKERS, GARY L	
STREET ADDRESS	10117 WOODSONG WAY	
CITY-STATE-ZIP	TAMPA FL 33618	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	TAYLOR, LUCILLE S	
STREET ADDRESS	3775 MERCEDES PL. #6	
CITY-STATE-ZIP	CANFIELD OH 44446	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS		
4. CITY-STATE-ZIP		
2. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
2.3 STREET ADDRESS		
2.4 CITY-STATE-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-STATE-ZIP		
4.1 TITLE	Senior Vice President	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-STATE-ZIP		
5. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-STATE-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-STATE-ZIP		

See Attachment for more officers/directors

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: *Mary C. Fahy*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Mary C. Fahy

Date: Feb. 8, 1996 Business Phone #: 813/289-1000

CR2E034 (12/95)

Title	Name	Street Address	City, Zip, State	Delete	Change	Addition
VP & Controll-er	Gregory C. Fisher	2807 Palamore Dr.	Tampa, FL 33618			
VP	James Capell McLauchlin III	3009 Acquilla St. ##	Tampa, FL 33629			
VP	Tia Philbin Tallman	16104 Washburn Place	Tampa, FL 33647	X		
VP	Ralph Stowell	10024 D. Oak Run Drive	Charlotte, NC 28210			X
VP	William M. Boner	3500 Beaver Place, #79	Lexington, KY 40503			X
VP	Guy Erwin Proctor	3127 W. Sligh Ave., #104B	Tampa, FL 33613			X
D	William Lauriston Bennett	24 Stone Hill Road, Box 203	Bedford, NY 10506		X to Chairman	
D	John Reginald Gunn	85 Wild Duck Road	Wilton, CT 06897			
D	Charles Howgate Guy, Jr.	4935 New Providence	Tampa, FL 33629			
D	Nancy Morgan Kane	30 Hawthorne Avenue	Newton, MA 02166			
D	David Nierenberg	19605 NE 8th St. ##	Camas, WA 98607			
D	James G. Niven	230 Park Avenue S. ##	New York, NY 10003			
D	Trevor G. Smith	4234 Fairway Circle	Tampa, FL 33624			
D	Joseph A. Califano, Jr.	11 Raven Rock Road	Roxbury, CT 06783			X
D	Joseph S. DiMartino	106A Lindsley Road	New Vernon, NJ 07976			X

Change of
Address Only

**STATE OF FLORIDA
ANNUAL CORPORATION REPORT FOR 1996
OFFICERS AND DIRECTORS OF
HEALTHPLAN SERVICES, INC.**

Title	Name	Street Address	City, Zip, State	Delete	Change	Addition
VP	John James Dutkowsky	5614 Pine Bay Dr.	Tampa, FL 33625			
SVP	George Kermit Hawkins, Jr.	505 Belle Chase Circle	Tampa, FL 33634			
VP	Ann Terese Hunter	4920 Rockledge Circle	Tampa, FL 33624			
VP	Linda Williams O'Connell	804 S. Delaware Ave.	Tampa, FL 33606		X to SVP	
EVP	Gary Lee Raeckers	10117 Woodsong Way	Tampa, FL 33618			
VP	Lucille Scarpine Taylor	3775 Mercedes Pl., #6	Canfield, OH 44446			
D/ Chair- man	James Kirtis Murray, Jr.	1901 Holly Lane	Tampa, FL 33629		X to Pres. & CEO	
S/VP	Albert Richard Meyer	16551 Lake Brigadoon Dr.	Tampa, FL 33618	X		
S/VP	Mary C. Fahy	106 25th Ave., N.E.	St. Petersburg, FL 33704			X
T/D	Samuel F. Pryor, IV	230 E. 67th St.	New York, NY 10021			
EVP	Richard Matiland Bresee	408 Apache Trail ##	Brandon, FL 33511			
EVP	Craig Howard Cassady	130 Green Haven Circle ##	Palm Harbor, FL 34677			
EVP/ CFO	Claudia Noyes Griffiths	2914 W. Knights Road	Tampa, FL 33611		X No longer CFO, just EVP	
EVP/ CFO	James K. Murray, III	4421 W. Clear Avenue	Tampa, FL 33629			X
EVP	Steven Vincent Hulslander	6016 Hammock Woods Dr.	Odessa, FL 33556			
EVP	George Edward Lucco	5909 LaQuinta	Oklahoma City, OK 73034			
EVP	Nola Hines Moon	1707 Shenandoah Road	Wimauma, FL 33598			
VP	Jeffrey William Bak	837 Normandy Trace ##	Tampa, FL 33602			