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Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # 816683 (7)
1. Corporation Name
PEOPLE-TO-PEOPLE HEALTH FOUNDATION INC.



Principal Place of Business Mailing Address
PROJECT HOPE HEALTH SCIENCES EDUCATION CNT
ROUTE 255 MILLWOOD VA 22646

3. Date Incorporated or Qualified 02/05/1963
3a. Date of Last Report 05/01/1996
4. FEI Number 53-0242962
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 2a. Mailing Address
21 Suite, Apt #, etc. 26 Suite, Apt #, etc.
22 City & State 27 City & State
23 Zip Country 28 Zip Country
24 25 29 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
b1 Name
b2 Street Address (P.O. Box Number is Not Acceptable)
b3
b4 City FL b5 Zip Code

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DC SANDERS, CHARLES A. FIVE MOORE DRIVE RESEARCH TRIANGLE PARK NC	1.1 TITLE	SEE ATTACHED LIST FOR OFFICERS AND DIRECTORS
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	DO WALSH M.D., WILLIAM B. THE PROJECT HOPE HEALTH SCI. EDUC. CENTER MILLWOOD VA	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	DP WALSH JR., WILLIAM B. THE PROJECT HOPE HEALTH SCI. EDUC. CENTER MILLWOOD VA	3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	DT HENRY, WILLIAM L. 1229 WASHINGTON STREET PITTSBURGH PA	4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	DS DAY, J. EDWARD 5804 BROODSIDE DRIVE CHEVY CHASE MD	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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *William L. Brockschmidt* William L. Brockschmidt Finance 4/30/97 540-837-2100

CF2E037 (9/96)

LIST OF OFFICERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Charles A. Sanders	Europa Center 100 Europa Drive, #170 Chapel Hills, NC 27514	Chairman of the Board
Jerry E. Robertson, PhD	3050 Minnesota World Trade Center 30 Seventh Street East St. Paul, MN 55101-4901	Vice Chairman of of the Board
William B. Walsh, Jr.	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	President & Chief Executive Officer
William L. Henry	1229 Washington Street Pittsburgh, PA 15228	Treasurer
John Zeman	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	Senior Vice President, Marketing & Development
William L. Brockschmidt	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	Vice President, Finance & Assistant Secretary
Marc L. Berk, PhD	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	Vice President, Health Policy Research
Timothy R. Townsend, MD	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	Senior Vice President International Medical Operations
Thomas S. Walsh	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	General Counsel
Stacy Brosnahan	The People-to-People Health Foundation, Inc. The Project HOPE Health Sciences Education Center Millwood, VA 22646	Assistant Secretary

THE PEOPLE-TO-PEOPLE HEALTH FOUNDATION, INC.

BOARD OF DIRECTORS

Mr. J. Patrick Barrett
Chairman and Chief Executive Officer
CARPAT Investments
4605 Watergap
Manlius, NY 13104

Mr. Arthur J. Benvenuto
Chairman and Chief Executive Officer
Advanced Tissue Sciences, Inc.
10933 North Torrey Pines Road
La Jolla, CA 92037-1005

Mr. C. L. Clemente
Senior Vice President-Corporate Affairs
Pfizer Inc.
235 East 42nd Street
New York, NY 10017-5755

Mrs. Edward N. Cole
Briarpatch Ranch
P.O. Box 1086
Lockhart, TX 78644

William E. Coyne, Ph.D.
Senior Vice President
Research and Development
3M
3M Center, Building 220-14E-11
St. Paul, MN 55144-1000

Mr. Lodewijk J. R. de Vink
President and Chief Operating Officer
Warner-Lambert Company
201 Tabor Road
Morris Plains, NJ 07950

Mr. John W. Galiardo
Vice Chairman of the Board
and General Counsel
Becton Dickinson and Company
1 Becton Drive
Franklin Lakes, NJ 07417-1880

Mr. Raymond V. Gilmartin
Chairman, President
and Chief Executive Officer
Merck & Co., Inc.
One Merck Drive
P.O. Box 100
Whitehouse Station, NJ 08889-0100

Mr. Maurice R. Greenberg
Chairman
American International Group, Inc.
70 Pine Street
18th Floor
New York, NY 10270

Mr. William L. Henry
1229 Washington Street
Pittsburgh, PA 15228

Mr. Ben L. Holmes
80 Hunters Ridge Road
Concord, MA 01742

Dr. Franz B. Humer
Chief Operating Officer
Roche Holding, Ltd.
CH-4070 Basel
Switzerland

Mr. Robert A. Ingram
President and Chief Executive Officer
Glaxo Wellcome Inc.
Five Moore Drive
Research Triangle Park, NC 27709

Mr. Richard J. Kogan
President and Chief Executive Officer
Schering-Plough Corporation
One Giralda Farms
Madison, NJ 07940-1000

Mr. James T. Lenehan
Worldwide Chairman
Consumer Pharmaceuticals
& Professional Group
and Member, Executive Committee
Johnson & Johnson
One Johnson & Johnson Plaza
New Brunswick, NJ 08933

Mr. Irwin Lerner
IML Associates Inc.
17 East Greenbrook Road
North Caldwell, NJ 07006

The Honorable
Edwin A. Locke, Jr.
P.O. Box 2568
Daytona Beach, FL 32115

Mr. Fred W. Lyons, Jr.
Retired Chairman
Hoechst Marion Roussel, Inc.
J6-M1332
P.O. Box 9627
Kansas City, MO 64134-0627

Mrs. Emil Mosbacher, Jr.
Nipowin Island
Mead Point
Greenwich, CT 06830

Mr. Dayton Ogden
President
SpencerStuart Worldwide
695 East Main Street
Stamford, CT 06901

Mr. James E. Preston
Chairman and Chief Executive Officer
Avon Products, Inc.
1345 Avenue of the Americas
New York, NY 10105-0196

Jerry E. Robertson, Ph.D.
3050 Minnesota World Trade Center
30 Seventh Street East
St. Paul, MN 55101-4901

Mrs. John B. Rogan
President
Oakencroft Vineyard and Winery Corp.
1486 Oakencroft Lane
Charlottesville, VA 22901

Charles A. Sanders, M.D.
Europa Center
100 Europa Drive #170
Chapel Hill, NC 27514

Dr. J. Friedrich Sauerländer
Senior Vice President
SGS Société Générale
de Surveillance Holding S.A.
8, rue des Alpes
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Switzerland

Mr. John R. Stafford
Chairman, President and
Chief Executive Officer
American Home Products Corporation
Five Giralda Farms
Madison, NJ 07940

Mr. William B. Walsh
President and Chief Executive Officer
Project HOPE
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Millwood, VA 22646

Mr. Richard J. Whalen
Chairman
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