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May 01 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # 832049 (1)

1. Corporation Name
THE CLARK CONSTRUCTION GROUP, INC.

Principal Place of Business
7500 OLD GEORGETOWN ROAD
BETHESDA MD 20814-6196

Mailing Address
7500 OLD GEORGETOWN ROAD
BETHESDA MD 20814-6196



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/26/1974	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 53-0087590	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

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	SVPs <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JARBOE, JOSEPH H	1.2 NAME	Please see attached
STREET ADDRESS	7500 OLD GEORGETOWN ROAD	1.3 STREET ADDRESS	Exhibit A for additional officers
CITY - ST - ZIP	BETHESDA MD 20814	1.4 CITY - ST - ZIP	and directors
TITLE	EVP <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LUNGER E.E.	2.2 NAME	
STREET ADDRESS	7500 OLD GEORGETOWN RD.	2.3 STREET ADDRESS	
CITY - ST - ZIP	BETHESDA MD 20814	2.4 CITY - ST - ZIP	
TITLE	VP <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MIZELL, MARSHALL, P	3.2 NAME	
STREET ADDRESS	7500 OLD GEORGETOWN RD.	3.3 STREET ADDRESS	
CITY - ST - ZIP	BETHESDA MD 20814	3.4 CITY - ST - ZIP	
TITLE	VP <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MASLEN, STEVEN, H	4.2 NAME	
STREET ADDRESS	7500 OLD GEORGETOWN ROAD	4.3 STREET ADDRESS	
CITY - ST - ZIP	BETHESDA MD 20814	4.4 CITY - ST - ZIP	
TITLE	VP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BOHRER, TIMOTHY, A	5.2 NAME	
STREET ADDRESS	7500 OLD GEORGETOWN RD.	5.3 STREET ADDRESS	
CITY - ST - ZIP	BETHESDA MD 20814	5.4 CITY - ST - ZIP	
TITLE	CEO <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FORSTER, PETER C	6.2 NAME	
STREET ADDRESS	7500 OLD GEORGETOWN RD.	6.3 STREET ADDRESS	
CITY - ST - ZIP	BETHESDA MD 20814	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.

SIGNATURE _____ DATE 4/24/98 12017 272-8100

CR2E034 (10/97)

EXHIBIT A

THE CLARK CONSTRUCTION GROUP, INC.

OFFICERS

<u>Title</u>	<u>Name</u>	<u>Address</u>
Chairman of the Board/ Chief Executive Officer	Peter C. Forster	7500 Old Georgetown Rd. Bethesda, Md 20814
President/Chief Operating Officer	Dan T. Montgomery	Same as above
Executive Vice President	Richard E. Duffy	Same as above
Executive Vice President	Sidney J. Jordan	Same as above
Executive Vice President	Eugene E. Lunger	Same as above
Executive Vice President	Harold K. Roach	Same as above
Executive Vice President	Wilson M. Shook	Same as above
Executive Vice President	William L. Talbert	Same as above
Senior Vice President	William R. Barotti, Sr.	Same as above
Senior Vice President	William R. Calhoun	Same as above
Senior Vice President	Barry W. DePauw	Same as above
Senior Vice President	George T. Domurot	Same as above
Senior Vice President	Richard M. Heim	Same as above
Senior Vice President	James L. Herndon	Same as above
Senior Vice President/ Assistant Secretary	R. Steven Holt	Same as above
Senior Vice President	F. Robert Hood	Same as above
Senior Vice President/ Assistant Secretary	James A. Hooff	Same as above
Senior Vice President/ Secretary	Joseph H. Jarboe	Same as above
Senior Vice President	John D. Jeniec	Same as above
Senior Vice President	Frederick D. Meloan	Same as above
Senior Vice President	Richard N. Vaswani	Same as above
Senior Vice President	Andrea D. White	Same as above
Senior Vice President	John L. Williams	Same as above
Vice President	Brian A. Abt	Same as above
Vice President	Timothy A. Bohrer	Same as above
Vice President	Robert E. Carpenter, Jr.	Same as above
Vice President	Dennis L. Darling	Same as above
Vice President/ Assistant Secretary	Robert J. Flanagan	Same as above
Vice President	James A. Forsythe	Same as above
Vice President	James R. Kee	Same as above
Vice President	Gordon T. Knapp	Same as above

Vice President	Dale K. Koger	Same as above
Vice President	Jon L. Kron	Same as above
Vice President	Kay L. Lantrip	Same as above
Vice President	Kenneth R. Lietz, Sr.	Same as above
Vice President	William I. Magruder	Same as above
Vice President	Stephen H. Maslen	Same as above
Vice President/ Assistant Secretary	Kevin B. McCarthy	Same as above
Vice President	Marshall P. Mizell	Same as above
Vice President/ Treasurer	Lawrence C. Nussdorf	Same as above
Vice President	John J. Omran	Same as above
Vice President	Louis P. Palandrani	Same as above
Vice President	Alan J. Petrasek	Same as above
Vice President	William E. Reeves	Same as above
Vice President	Raymond F. Register, Sr.	Same as above
Vice President	Richard Rizzo	Same as above
Vice President	Susan W. Ross	Same as above
Vice President	Joseph H. Smith	Same as above
Vice President	Clive G. Sonde	Same as above
Vice President	Ronald D. Strompf	Same as above
Vice President	John L. Strong	Same as above
Vice President	Allan U. Sylvester	Same as above
Vice President	Bradley D. Trent	Same as above
Vice President	Mark H. Wagner	Same as above
Vice President	Wayne S. Webb	Same as above
Vice President	Robert C. Wenneson	Same as above
Assistant Secretary	Connie S. Pumphrey	Same as above
Assistant Secretary	Susan J. Vukelich	Same as above

DIRECTORS

Name

Address

A. James Clark

7500 Old Georgetown Road
Bethesda, MD 20814

Robert J. Flanagan

Same as above

Peter C. Forster

Same as above

Dan T. Montgomery

Same as above

Lawrence C. Nussdorf

Same as above