


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Jan 28 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **838643** (5)
1. Corporation Name
COPELAND EQUITIES, INC.

Principal Place of Business ATTN: LICENSING TWO TOWER CENTER EAST BRUNSWICK NJ 08816	Mailing Address ATTN: LICENSING TWO TOWER CENTER EAST BRUNSWICK NJ 08816
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Two Tower Center Suite, Apt. #, etc. 22 21st Floor, Tax Dept City & State 23 East Brunswick, NJ Zip 24 08816		2a. Mailing Address 26 Two Tower Center Suite, Apt. #, etc. 27 21st Floor, Tax Dept City & State 28 East Brunswick, NJ Zip 29 08816 Country 30 USA		3. Date Incorporated or Qualified 06/22/1977	4. FEI Number 13-2868291 Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees		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 C T CORPORATION SYSTEM 1200 SOUTH 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	
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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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SKINNER, MARK M.	1.2 NAME	Please see attached list.
STREET ADDRESS	26 HILLTOP TERRACE	1.3 STREET ADDRESS	
CITY-ST-ZIP	CHATMAN NJ	1.4 CITY-ST-ZIP	
TITLE	DC <input type="checkbox"/> DELETE	2.1 TITLE	
NAME	DUGHI, ROBERT C.	2.2 NAME	
STREET ADDRESS	825 VALLEY RD	2.3 STREET ADDRESS	
CITY-ST-ZIP	WATCHUNG NJ	2.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DUGHI, ROBERT C	3.2 NAME	
STREET ADDRESS	825 VALLEY RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	WATCHUNG NJ	3.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SKINNER, MARK M	4.2 NAME	
STREET ADDRESS	26 HILLTOP TERRACE	4.3 STREET ADDRESS	
CITY-ST-ZIP	CHATMAN NJ 07928	4.4 CITY-ST-ZIP	
TITLE	SV <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CASEY, DENNIS M.	5.2 NAME	
STREET ADDRESS	2 RUSH COURT	5.3 STREET ADDRESS	
CITY-ST-ZIP	PLAINSBORO NJ	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
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 empowered to execute this report as authorized 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  **MICHAEL R. ZARELLI**
SR. VICE PRESIDENT-FINANCE 1/28/98

CR2E034 (10/97)

COPELAND EQUITIES, INC.
Two Tower Center
East Brunswick, New Jersey 08816

Directors

Robert C. Dughi
525 Valley Road
Watchung, NJ 07060

Paul S. Feinberg
20 Overbrook Road
Randolph, NJ 07869

Mark M. Skinner
26 Hilltop Terrace
Chatham, NJ 07928

Michael R. Zarelli
1 Davis Court
Martinsville, NJ 08836

COPELAND EQUITIES, INC.
Two Tower Center
East Brunswick, New Jersey 08816

Officers

Steven M. Bresler 1 McIntyre Court Golden, CO 80401	Senior Vice President
Dennis M. Casey 2 Rush Court Plainsboro, NJ 08536	Senior Vice President, Administrative Operations
Paul S. Chong 86 Alexandria Way Basking Ridge, NJ 07920	Senior Vice President, Corporate Markets Marketing and Sales
Robert C. Dughi 525 Valley Road Watchung, NJ 07060	Chairman of the Board
Paul S. Feinberg 20 Overbrook Road Randolph, NJ 07869	Senior Vice President, General Counsel, and Secretary
Mark E. Freemyer 62 Cooper Avenue Dumont, NJ 07628	Vice President
Gary E. Ganakas 924 Pebblebrook Lane East Lansing, MI 48823	Senior Vice President
Harvey J. Gannon 27 Allen Street Basking Ridge, NJ 07920	Vice President, Client Communications and Services
William M. Gardner 166 Druid Drive McMurray, PA 15317	Senior Vice President
Sage D. Grumbach 26 Apple Tree Road Flemington, NJ 08822	Vice President, Field Training and Development

COPELAND EQUITIES, INC.
Two Tower Center
East Brunswick, New Jersey 08816

Peter J. Gulia
504 South 22nd Street
Philadelphia, PA 19146

Vice President and Counsel,
Assistant Secretary

Charles Katz
306 Washington Avenue
Spring Lake, NJ 07762

Vice President, Education Markets

Robert C. Kniceley
63 Pearl Street East
Middletown, NJ 07748

Senior Vice President, Government
Markets

Hal D. Mayden
27 Wycklow Drive
Robbinsville, NJ 08691

Vice President, Government Markets

Mary F. Nolan
3 Shetland Green
Belle Mead, NJ 08502

Vice President, Marketing

Lori M. Renzulli
1040 Schmidt Lane
North Brunswick, NJ 08902

Assistant Secretary

George A. Ryan
One Tower Square
Hartford, CT 06183

Assistant Secretary

William P. Schwarzkopf
30 West Birchwood Avenue
Hinsdale, IL 60521

Senior Vice President

Mark M. Skinner
26 Hilltop Terrace
Chatham, NJ 07928

President

Michael L. St. Clair
536 Birch Avenue
Westfield, NJ 07090

Senior Vice President

COPELAND EQUITIES, INC.
Two Tower Center
East Brunswick, New Jersey 08816

Donna S. Webber
19 Colburn Road
East Brunswick, NJ 08816

Assistant Secretary

Michael R. Zarelli
1 Davis Court
Martinsville, NJ 08836

Senior Vice President, Chief
Financial Officer, and Treasurer