


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

**FILED**  
**Jan 28 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 838666 (6)**

1. Corporation Name  
**COPELAND ASSOCIATES, 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		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Two Tower Center		26 Two Tower Center		06/28/1977	
22 21st Floor, Tax Dept.		27 21st Floor, Tax Dept.		4. FEI Number	
23 East Brunswick, NJ 08816		29 East Brunswick, NJ		13-2862391	
24 USA		30 USA		5. Certificate of Status Desired	
				<input type="checkbox"/> \$8.75 Additional Fee Required <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

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		
TITLE	D	<input type="checkbox"/> DELETE
NAME	DUGHI, ROBERT C	
STREET ADDRESS	525 VALLEY RD	
CITY-ST-ZIP	WATCHUNG NJ	
TITLE	SV	<input type="checkbox"/> DELETE
NAME	CODY, WINTHROP B. JR.	
STREET ADDRESS	275 GROVE AVENUE	
CITY-ST-ZIP	METUCHEN, NJ 0	
TITLE	C	<input type="checkbox"/> DELETE
NAME	DUGHI, ROBERT C.	
STREET ADDRESS	525 VALLEY RD	
CITY-ST-ZIP	WATCHUNG NJ	
TITLE	SV	<input type="checkbox"/> DELETE
NAME	CASEY, DENNIS M.	
STREET ADDRESS	2 RUSH COURT	
CITY-ST-ZIP	PLAINSBORO NJ	
TITLE	D	<input type="checkbox"/> DELETE
NAME	FEINBERG, PAUL S.	
STREET ADDRESS	20 OVERBROOK ROAD	
CITY-ST-ZIP	RANDOLPH NJ	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SKINNER, MARK M.	
STREET ADDRESS	26 HILLTOP TERRACE	
CITY-ST-ZIP	CHATHAM NJ	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

Please see attached list.

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 provided 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 *[Signature]* **MICHAEL R. ZARELLI**  
**SR. VICE PRESIDENT-FINANCE**

CR2E034 (10/97)

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

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**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 ASSOCIATES, INC.**  
**Two Tower Center**  
**East Brunswick, New Jersey 08816**

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**Officers**

K. Shane Arnold 414 Bell Avenue Raritan, NJ 08869	Vice President, Information Systems
Steven M. Bresler 1 McIntyre Court Golden, CO 80401	Senior Vice President
John F. Carey 15 Hebron Road Bolton, CT 06043	Vice President, Financial Planning for Retirement
Jacqueline Carmon 3 Zirkel Avenue Piscataway, NJ 08854	Vice President, Administrative Systems
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
Winthrop B. Cody, Jr. 275 Grove Avenue Metuchen, NJ 08840	Senior Vice President, Information Systems
Paul Collier 12 Sun Watch Court Ramsey, NJ 07446	Senior Vice President, Human Resources
Guy DeFazio 11 Katie Way Hamilton Square, NJ 08690	Vice President, 401(k) Recordkeeping
Robert C. Dughi 525 Valley Road Watchung, NJ 07060	Chairman of the Board
Paul H. Eddy 24 Wellington Heights Road Avon, CT 06001	Assistant Secretary

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

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Paul S. Feinberg  
20 Overbrook Road  
Randolph, NJ 07869

Senior Vice President, General  
Counsel, and Secretary

Ellen Fong  
35 Woodland Road  
Maplewood, NJ 07040

Vice President, Corporate  
Development

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

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

Vice President and Counsel and  
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

Robert D. Liotta  
1376 Masoma Road  
North Brunswick, NJ 08902

Vice President, Administrative  
Operations

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

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Andrew C. Lovasz  
3 Joann Court  
Sayreville, NJ 08872

Vice President, Audit

Hal D. Mayden  
27 Wycklow Drive  
Robbinsville, NJ 08691

Vice President, Government Markets

C. Kurt Miller  
11 Oakwood Lane  
Rumson, NJ 07760

Vice President, Healthcare 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

Sherrill E. Rowland  
70 Hunters Lane  
Devon, PA 19333

Senior Vice President, 401(k)  
Recordkeeping

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

Joseph F. Vazzano  
118-C Bluebird Drive  
Somerville, NJ 08876

Vice President, Finance

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

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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