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FILED
May 15 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 # 839692 (1)

1. Corporation Name
HARDIN CONSTRUCTION GROUP, INC.



Principal Place of Business 1380 W. PACES FERRY RD. ATLANTA GA 30327	Mailing Address 1380 W. PACES FERRY RD. ATLANTA GA 30327
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/20/1977
21. Suite, Apt. #, etc.	22. City & State	26. Suite, Apt. #, etc.	27. City & State	4. FEI Number 58-1306291
23. Zip	24. Country	28. Zip	29. Country	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required
25. Country		30. Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees
9. Name and Address of Current Registered Agent				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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	CEOD	<input type="checkbox"/> DELETE
NAME	SHELL, EARL L JR	
STREET ADDRESS	1380 W. PACES FERRY ROAD NW	
CITY-ST-ZIP	ATLANTA GA	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	PINTO, WILLIAM A	
STREET ADDRESS	1380 W. PACES FERRY ROAD NW	
CITY-ST-ZIP	ATLANTA GA	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SMITH, ROBERT D	
STREET ADDRESS	1380 W. PACES FERRY ROAD NW	
CITY-ST-ZIP	ATLANTA GA	
TITLE	EVSD	<input type="checkbox"/> DELETE
NAME	BARROW, BRANTLEY M	
STREET ADDRESS	1380 W. PACES FERRY ROAD NW	
CITY-ST-ZIP	ATLANTA GA	
TITLE	SVPS	<input type="checkbox"/> DELETE
NAME	BACHMAN, STEPHEN	
STREET ADDRESS	1380 W. PACES FERR RD. NW	
CITY-ST-ZIP	ATLANTA GA 30327	
TITLE	SVAS	<input type="checkbox"/> DELETE
NAME	WALLACE, PAUL E JR	
STREET ADDRESS	1380 W. PACES FERRY ROAD NW	
CITY-ST-ZIP	ATLANTA GA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

SEE ATTACHED LIST OF OFFICERS AND DIRECTORS

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		

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: _____

 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
FRANK P. TRAGER

4-23-98 (404)264-0464
 DATE DAYTIME PHONE # 0012701

CR2E034 (10/97)

HARDIN CONSTRUCTION GROUP, INC.
OFFICERS AND DIRECTORS
AS OF JUNE 28, 1996

NAME
(TITLE)

BUSINESS ADDRESS/PHONE
(RESIDENCE ADDRESS)

Earl L. Shell, Jr.
(Chairman of the Board
and Chief Executive
Officer, Director)
254-56-6068

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(50 Cates Ridge
Atlanta, GA 30327)

William A. Pinto
(Group President and
Assistant Secretary)
028-34-0525

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(3575 W. Hampton Dr.
Marietta, GA 30064)

Robert D. Smith
(Group President and
Assistant Secretary)
416-54-9100

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(661 Sibley Forest Dr.
Marietta, GA 30067)

M. Brantley Barrow
(Executive Vice President,
Secretary & Director)
259-72-7756

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(3823 Cliff Crest Dr.
Smyrna, GA 30080)

HARDIN CONSTRUCTION GROUP, INC.
OFFICERS AND DIRECTORS

NAME (TITLE)	BUSINESS ADDRESS/PHONE (RESIDENCE ADDRESS)
Stephen C. Bachman (Senior Vice President and Assistant Secretary) 174-40-4997	1380 W. Paces Ferry Rd., NW Atlanta, GA 30327 (404) 264-0404
	(4691 E. Forest Peak Marietta, GA 30066)
Paul E. Wallace, Jr. Senior Vice President and Assistant Secretary) 257-70-3978	1380 W. Paces Ferry Rd., NW Atlanta, GA 30327 (404) 264-0404
	(7253 Glen Dr. Winston, GA 30187)
David McElroy Vice President and Assistant Secretary) 410-86-3882	1380 W. Paces Ferry Rd., NW Atlanta, GA 30327 (404) 264-0404
	(845 Clarion Way Lawrenceville, GA 30244)
Robert N. Dunn r. Vice President and Assistant Secretary) 119-46-0556	1380 W. Paces Ferry Rd., NW Atlanta, GA 30327 (404) 264-0404
	(827 Bonnie Glen Dr. Marietta, GA 30067)
ari M. Hair, Jr. r. Vice President and Assistant Secretary) 48-78-4748	1380 W. Paces Ferry Rd., NW Atlanta, GA 30327 (404) 264-0404
	(501 Chateau Drive, NW Atlanta, GA 30305)
ohn P. O'Hara Vice President and Assistant Secretary) 48-50-3085	1380 W. Paces Ferry Rd., NW Atlanta, GA 30327 (404) 264-0404
	(600 Ashley Forest Drive Acworth, GA 30102)

HARDIN CONSTRUCTION GROUP, INC.
OFFICERS AND DIRECTORS

NAME
(TITLE)

BUSINESS ADDRESS/PHONE
(RESIDENCE ADDRESS)

David N. Sillars
(Vice President and
Assistant Secretary)
537-56-9992

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(505 Teague Drive
Kennesaw, GA 30152)

David W. Wheeler
(Vice President and
Assistant Secretary)
175-46-3320

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(4674 Andalusia Trail
Dunwoody, GA 30360)

Jeffrey R. Traeger
(Vice President-Controller
and Assistant Secretary)
301-58-7289

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(1800 Benningfield Dr.
Marietta, GA 30064)

Jo Ann M. Weinberg
(Vice President and
Assistant Secretary)
257-62-2850

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(3875 Cedar Cliff Court
Smyrna, GA 30080)

Edward P. Buzzell
(Vice President and
Assistant Secretary)
262-62-1874

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(392 The Falls Court
Atlanta, GA 30307)

Bruce J. Wittschiebe
(Vice President and
Assistant Secretary)
273-96-4610

1380 W. Paces Ferry Rd., NW
Atlanta, GA 30327
(404) 264-0404

(2376 Defoors Ferry Road
Atlanta, GA 30318)