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May 05 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **843518** (2)
1. Corporation Name
COUNTRYWIDE SERVICES CORPORATION

Principal Place of Business 2000 WESTWOOD DRIVE P.O. BOX 8017 WAUSAU WI 54402-5017	Mailing Address 2000 WESTWOOD DRIVE P.O. BOX 8017 WAUSAU WI 54402-8017
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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 06/21/1979	3a. Date of Last Report 04/29/1996
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 43-0967042		Applied For Not Applicable	
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 has liability for intangible tax under s. 199.032, Florida Statutes <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	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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	
NAME	NICHOLS, R. L.	1.2 NAME	
STREET ADDRESS	11933 WESTLINE IND. DR.	1.3 STREET ADDRESS	
CITY-ST-ZIP	ST. LOUIS MO	1.4 CITY-ST-ZIP	
TITLE	VPS	2.1 TITLE	
NAME	J. S. HOFFERT	2.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR	2.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	2.4 CITY-ST-ZIP	
TITLE	T	3.1 TITLE	
NAME	J. S. TORRENS	3.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR	3.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	3.4 CITY-ST-ZIP	
TITLE	MD	4.1 TITLE	
NAME	ISAACSON, S.R.	4.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR.	4.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	4.4 CITY-ST-ZIP	
TITLE	VPD	5.1 TITLE	
NAME	ROBINETE, D.C.	5.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR.	5.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	D/CHAIRMAN
NAME		6.2 NAME	D.R. MCFERSON
STREET ADDRESS		6.3 STREET ADDRESS	ONE NATIONWIDE PLAZA
CITY-ST-ZIP		6.4 CITY-ST-ZIP	COLUMBUS OH 43216

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 607, Florida Statutes; and that my name appears in Block 12 or Block 13, changed, or on an attachment with an address.

SIGNATURE: John S. Torrens **JOHN S. TORRENS** 4/16/97 (715) 845-5211
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)

COUNTRYWIDE SERVICES CORPORATION
LIST OF OFFICERS AND DIRECTORS

TITLE	NAME	ADDRESS
CHAIRMAN	D.R. MCFERSON	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
CHAIRMAN & CEO	D.R. MCFERSON	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
VICE CHAIRMAN	G.R. BARNES	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
MANAGING DIRECTOR	S.R. ISAACSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
PRESIDENT & COO	R.L. NICHOLS	400 S WOODS MILL RD, ST LOUIS MO 63017-3400
EXEC VP-LAW & CORP SERV	G.E. MC CUTCHAN	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
SR VP & GEN COUNSEL	W.S. DRUEN	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
EXEC VICE PRES. & CFO	R.A. OAKLEY	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
VICE PRESIDENT	J.M. ANLIKER	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE PRESIDENT	G.M. FLEMING	400 S WOODS MILL RD, ST LOUIS MO 63017-3400
VP, ASSOC GC & SEC	J.S. HOFFERT	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE PRES. & CONTROLLER	T.K. MANION	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE PRESIDENT	D.C. ROBINETTE	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
TREASURER	J.S. TORRENS	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. SECRETARY	D.W. CLICK	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
ASST. SECRETARY	W.C. OLAFSSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. SECRETARY	D.T. WILHITE	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. TREASURER	V.E. AMUNDSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. TREASURER	D.M. CAMPBELL	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
DIRECTOR	G.R. BARNES	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
DIRECTOR	D.E. DAVIS	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
DIRECTOR	S.R. ISAACSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
DIRECTOR	D.R. MCFERSON	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
DIRECTOR	R.L. NICHOLS	400 S WOODS MILL RD, ST LOUIS MO 63017-3400
DIRECTOR	D.C. ROBINETTE	2000 WESTWOOD DRIVE, WAUSAU, WI 54401