

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # 846936 (3)

1. Corporation Name
APAC, INC.



Principal Place of Business

**900 ASHWOOD PKY
700
ATLANTA GA 30338
US**

Mailing Address

**P.O. BOX 14000
LEXINGTON KY 40512
US**

2. Principal Place of Business

21 State, Apt. #, etc.

22 City & State

23 Zip

25 Country

2a. Mailing Address

26 State, Apt. #, etc.

27 City & State

28 Zip

30 Country

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE FL 32301**

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

3. Date Incorporated or Qualified
09/10/1980

3a. Date of Last Report
04/19/1995

4. FEI Number
58-1401470

Applied For
Not Applicable

5. Certificate of Status Desired

**\$8.75 Additional
Fee Required**

6. Election Campaign Financing
Trust Fund Contribution

**\$5.00 May Be
Added to Fees**

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes Yes No

10. Name and Address of New Registered Agent

11. Pursuant to the provisions of Sections 607.0302 and 607.1506, 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 607.0305, Florida Statutes.

SIGNATURE

12. OFFICERS AND DIRECTORS

12.1 NAME	P	<input type="checkbox"/> DELETED
12.2 STREET ADDRESS	POTTS, CHARLES F. 900 ASHWOOD PKWY ATLANTA GA	
12.3 CITY, STATE, ZIP	V	<input type="checkbox"/> DELETED
12.4 NAME	OGREN, ELDON L.	
12.5 STREET ADDRESS	900 ASHWOOD PKWY ATLANTA GA	
12.6 CITY, STATE, ZIP	T	<input type="checkbox"/> DELETED
12.7 NAME	KIRK, DONALD R.	
12.8 STREET ADDRESS	900 ASHWOOD PKWY ATLANTA GA	
12.9 CITY, STATE, ZIP	VPS	<input type="checkbox"/> DELETED
12.10 NAME	DENISON, DAN L.	
12.11 STREET ADDRESS	900 ASHWOOD PKWY ATLANTA GA	
12.12 CITY, STATE, ZIP	AVT	<input checked="" type="checkbox"/> DELETED
12.13 NAME	QUIN, J. MARVIN	
12.14 STREET ADDRESS	900 ASHWOOD PKWY ATLANTA GA	
12.15 CITY, STATE, ZIP	ASAT	<input type="checkbox"/> DELETED
12.16 NAME	ELLIS, CHARLES D.	
12.17 STREET ADDRESS	3499 DABNEY DRIVE LEXINGTON KY 40512	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

13.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
13.2 NAME	
13.3 STREET ADDRESS	
13.4 CITY, STATE, ZIP	
13.5 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
13.6 NAME	
13.7 STREET ADDRESS	
13.8 CITY, STATE, ZIP	
13.9 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
13.10 NAME	VP/S/General Counsel/D
13.11 STREET ADDRESS	
13.12 CITY, STATE, ZIP	
13.13 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
13.14 NAME	VP/Asst. Secretary Pace, M. Ray
13.15 STREET ADDRESS	3499 Dabney Drive Lexington, KY 40509
13.16 CITY, STATE, ZIP	
13.17 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
13.18 NAME	VP/Asst. Secretary
13.19 STREET ADDRESS	
13.20 CITY, STATE, ZIP	

1000001714261
-02/14/96-01011-000
***200.00

14. I declare under penalty that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this document 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 attached sheet with an address.

SIGNATURE: *Charles D. Ellis*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1-24-96

606/357-7681

CR2E034 (12/95)