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Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # F93000001100 (7)

1. Corporation Name

SCA-TALLAHASSEE, INC.

Principal Place of Business

102 WOODMONT BLVD., SUITE 610
NASHVILLE TN 37205

Mailing Address

102 WOODMONT BLVD., SUITE 610
NASHVILLE TN 37205-2254

3. Date incorporated or Qualified
02/23/1993

3a. Date of Last Report
07/30/1996

2. Principal Place of Business

21 ONE HEATHSOUTH PARKWAY
Suite, Apt. #, etc.

22 City & State
BIRMINGHAM AL

23 Zip
35243

24 Country
USA

2a. Mailing Address

26 ONE HEATHSOUTH PARKWAY
Suite, Apt. #, etc.

27 City & State
BIRMINGHAM AL

28 Zip
35243

29 Country
USA

4. FEI Number

62-1517784

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

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE C
NAME GORDON, JOEL C
STREET ADDRESS 102 WOODMONT BLVD., SUITE 610
CITY-ST-ZIP NASHVILLE TN 37205

TITLE DP
NAME HAMBURG, WILLIAM J
STREET ADDRESS 102 WOODMONT BLVD., SUITE 610
CITY-ST-ZIP NASHVILLE TN 37205

TITLE VP
NAME NEAL, CHARLES T
STREET ADDRESS 102 WOODMONT BLVD., SUITE 610
CITY-ST-ZIP NASHVILLE TN 37205

TITLE VP
NAME VICKERY, E. MICHELE
STREET ADDRESS 102 WOODMONT BLVD., SUITE 610
CITY-ST-ZIP NASHVILLE TN 37205

TITLE ST
NAME JONES, TAPLEY B
STREET ADDRESS 102 WOODMONT BLVD., SUITE 610
CITY-ST-ZIP NASHVILLE TN 37205

TITLE AVP
NAME BUNDREN, DANNY E
STREET ADDRESS 102 WOODMONT BLVD, SUITE 610
CITY-ST-ZIP NASHVILLE TN

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Change Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

SEE ATTACHED LISTING

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 if changed, or on an attachment with an address.

SIGNATURE:

Richard D. Ball

Richard E. Ball 5/20/97 205-967-7116

CR2E034 (9/96)

HEALTHSOUTH

Surgery Centers

HEALTHSOUTH Surgery Centers Officers and Directors

1. Richard M. Serushy, Chairman of the Board/Director
One HealthSouth Parkway
Birmingham, Alabama 35243
2. James P. Bennett, President
One HealthSouth Parkway
Birmingham, Alabama 35243
3. Aaron Beam, Jr., Vice President and Treasurer/Director
One HealthSouth Parkway
Birmingham, Alabama 35243
4. Anthony J. Tanner, Vice President and Secretary/Director
One HealthSouth Parkway
Birmingham, Alabama 35243
5. Michael D. Martin, Vice President
One HealthSouth Parkway
Birmingham, Alabama 35243
6. William T. Owens, Vice President
One HealthSouth Parkway
Birmingham, Alabama 35243
7. William W. Horton, Vice President and Assistant Secretary
One HealthSouth Parkway
Birmingham, Alabama 35243
8. C. Drew Demaray, Vice President and Assistant Secretary
One HealthSouth Parkway
Birmingham, Alabama 35243
9. Richard E. Botts, Vice President
One HealthSouth Parkway
Birmingham, Alabama 35243
10. Beall D. Gary, Jr., Vice President and Assistant Secretary
One HealthSouth Parkway
Birmingham, Alabama 35243
11. Stacy H. Pulliam, Assistant Treasurer and Assistant Secretary
One HealthSouth Parkway
Birmingham, Alabama 35243

HS19379.1.05/1/57