

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
Feb 26 1997 8:00am
Secretary of State

DOCUMENT # F93000005662 (2)

1. Corporation Name

FIRST HEALTH STRATEGIES OF UTAH, INC.

Principal Place of Business

5660 NEW NORTHSIDE DRIVE
SUITE 1400
ATLANTA GA 30328
US

Mailing Address

5660 NEW NORTHSIDE DRIVE
SUITE 1400
ATLANTA GA 30328-5800
US

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

30 Country

3. Date Incorporated or Qualified

12/14/1993

3a. Date of Last Report

04/12/1996

4. FEI Number

87-0439459

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

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

Signature of Registered Agent or Director (if applicable)

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	COB	DELETE
NAME	JACKSON, RICHARD D	
STREET ADDRESS	20 MARIETTA STREET	
CITY-ST-ZIP	ATLANTA GA 30303	
TITLE	CEOP	DELETE
NAME	NOFSINGER, WILLIAM T	
STREET ADDRESS	6975 UNION PARK CENTER, SUITE 600	
CITY-ST-ZIP	MIDVALE UT 84047	
TITLE	EVPT	DELETE
NAME	EMMONS, RAYMOND A	
STREET ADDRESS	3 CORPORATE SQUARE, SUITE 200	
CITY-ST-ZIP	ATLANTA GA 30329	
TITLE	EVPS	DELETE
NAME	HUTTO, RANDOLPH L	
STREET ADDRESS	3 CORPORATE SQUARE, SUITE 200	
CITY-ST-ZIP	ATLANTA GA 30329	
TITLE	V	DELETE
NAME	DREISBACH, GEORGE W III	
STREET ADDRESS	383 NORTH SAM HOUSTON PKWY	
CITY-ST-ZIP	HOUSTON TX 77060	
TITLE	EVPT	DELETE
NAME	EMMONS, RAYMOND A	
STREET ADDRESS	3 CORPORATE SQUARE, SUITE 200	
CITY-ST-ZIP	ATLANTA GA	

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	Change	Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE	Change	Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	Change	Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	Change	Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	Change	Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (9/96)

11/25/96

OFFICER AND DIRECTORS

FIRST HEALTH Strategies of Utah, Inc.

Directors

David P. Bailis
Robert J. Levenson

Title

Director
Director

Officers

Jeff Anderson
Barbara L. Antinori
Randy Antonacci
David P. Bailis
Ralph L. Ball
Len Barstad
Dennis G. Bayes
Dorothy Baylor
Randall E. Brodsky
Scott Carver
Jay Coughlin
James G. Council
Don Dahlin
Bob Davis
Jerry P. Dembowski
George W. Dreisbach III

Title

Vice President
Vice President
Vice President
Secretary
Vice President
Senior Vice President
Senior Vice President
Vice President
Vice President
Senior Vice President
Vice President
Vice President & Assistant Secretary
President
Senior Vice President
Assistant Secretary
Chief Operating Officer
Executive Vice President
Vice President
Senior Vice President
Chief Financial Officer
Executive Vice President
Vice President
Vice President
Vice President
Vice President
Vice President & Assistant Secretary
Senior Vice President
Senior Vice President
Senior Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President
Vice President & Assistant Secretary
Vice President
Senior Vice President
Assistant Secretary
General Counsel
Vice President & Assistant Secretary
Vice President
Vice President

Steve Duckett
Patrick J. Earley
Raymond A. Emmons

Scott Gantt
John Gedney
Deborah Helling
Elizabeth C. Hill
Randolph L.M. Hutto
Keith F. Kinghorn
Paul Kral
David A. Kreager
Timothy W. Kuck
John W. Kwant
Terry Lloyd
Lynda Lorenz
Nancy Louris
Jeff Massetti
Mark Mathias
Greg J. Matis
Tom McConlogue
David R. Money

Charles F. Montreuil
Chris Nadeau
Clair G. Naylor

11/25/96

OFFICER AND DIRECTORS

Maurice P. Nielsen	Senior Vice President
Steven C. Preston	Treasurer
Shawn Pynes	Vice President
Gerard Quinn	Senior Vice President
Andy Reed	Vice President
Douglas L. Rolefson	Vice President
Thomas A. Rossi	Assistant Secretary
Bernard Rothman	Assistant Treasurer
B. George Saloom	Senior Vice President
David L. Schlapbach	Assistant Secretary
Gary L. Schmidt	Assistant Treasurer
Mark A. Strange	Vice President
Jonathan P. Warner	Vice President
Steve Webb	Vice President
Jim Wilson	Vice President
Patricia A. Winchell	Assistant Secretary
J. Murphy Winfield	Vice President
Mark E. Young	Assistant Treasurer

Address(es) for Andy Reed

Business Address

312 Plum Street, Suite 1120
Cincinnati, OH 45202

Residence Address

3030 Griest Avenue
Cincinnati, OH 45208

Address(es) for Barbara L. Antinori

Business Address

4405 Cox Road, Suite 110
Richmond, VA 23060

Residence Address

11136 Great Meadows Drive
Mechanicsville, VA 23111

Address(es) for Bob Davis

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

2626 East 2940 South
Salt Lake City, UT 84109

Address(es) for B. George Saloom

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

1520 East Harrison Avenue
Salt Lake City, UT 84105

Address(es) for Bernard Rothman

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

4502 Tucker Street
Omaha, NE 68152

11/25/96

OFFICER AND DIRECTORS

Address(es) for Charles F. Montreuil

Business Address

435 Ford Road, Suite 500
Minneapolis, MN 55426

Residence Address

16733 Jackpine Trail
Lakeville, MN 55044

Address(es) for Chris Nadeau

Business Address

Newbury Bldg, 205 Newbury Street
Framingham, MA 01701

Residence Address

7 Ledgestone Drive
Hopkinton, MA 01748

Address(es) for Clair G. Naylor

Business Address

25505 West 12 Mile Road, Suite 3000
Southfield, MI 48034

Residence Address

3433 Balfour Drive
Troy, MI 48084

Address(es) for Dorothy Baylor

Business Address

3 Hutton Centre Drive, Suite 800
Santa Ana, CA 92707

Residence Address

40 Calle Melinda
Rancho Santa Margarita, CA 92688

Address(es) for Don Dahlin

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

12435 North 93rd Street
Scottsdale, AZ 85260

Address(es) for Dennis G. Bayes

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

2399 East Wrenhaven Lane
Salt Lake City, UT 84121

Address(es) for Deborah Helling

Business Address

3540 Wilshire Boulevard
Los Angeles, CA 90010

Residence Address

4706 Paseo Delas Tortugas
Torrance, CA 90505

Address(es) for David A. Kreager

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

20 Snowstar Lane
Sandy, UT 84092

11/25/96

OFFICER AND DIRECTORS

Address(es) for David L. Schlapbach

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

1403 Glenridge Stratford Drive
Atlanta, GA 30342

Address(es) for David P. Bailis

Business Address

2121 N. 117th Ave. NP-30
Omaha, NE 68164

Residence Address

13824 Charles Street
Omaha, NE 68154

Address(es) for Douglas L. Rolefson

Business Address

1690 West Shaw Avenue, Suite 230
Fresno, CA 93711

Residence Address

6628 North Pleasant Avenue
Fresno, CA 93711

Address(es) for David R. Money

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

4656 Farm Meadow Lane
Salt Lake City, UT 84117

Address(es) for Elizabeth C. Hill

Business Address

1060 Maitland Centre Commons
Maitland, FL 32751

Residence Address

451 Stanton Place
Longwood, FL 32779

Address(es) for Greg J. Matis

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

11388 Gracey Lane
Sandy, UT 84092

Address(es) for Gary L. Schmidt

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

8760 Glen Ferry Drive
Alpharetta, GA 30202

Address(es) for Gerard Quinn

Business Address

300 East Lombard Street, Suite 1020
Baltimore, MD 21202

Residence Address

1402 Chippendale Road
Lutherville, MD 21093

11/25/96

OFFICER AND DIRECTORS

Address(es) for George W. Dreisbach III

Business Address

363 N Sam Houston Parkway, Suite 1500
Houston, TX 77060

Residence Address

4545 Kingwood Drive
Kingwood, TX 77345

Address(es) for Jeff Anderson

Business Address

1300 E Woodfield Road, Suite 512
Schaumburg, IL 60173

Residence Address

620 Fairfield Drive
Barrington, IL 60010

Address(es) for Jay Coughlin

Business Address

230 Half Mile Road, 2nd Floor
Red Bank, NJ 07701

Residence Address

6 Elmora Avenue
Cranford, NJ 07016

Address(es) for John Gedney

Business Address

346 Westbury Avenue
Carle Place, NY 11514

Residence Address

183 Driftwood Drive
West Islip, NY 11795

Address(es) for James G. Council

Business Address

4300 Cox Road
Glen Allen, VA 23060

Residence Address

3306 Hanover Avenue
Richmond, VA 23221

Address(es) for John W. Kwant

Business Address

2180 South 1300 East, #620
Salt Lake City, UT 84106

Residence Address

3521 Mill Hollow Circle
Salt Lake City, UT 84106

Address(es) for Jeff Massetti

Business Address

333 Rouser Road
Corapolis, PA 15108

Residence Address

209 Sygan Road
McDonald, PA 15057

Address(es) for Jerry P. Dembowski

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

902 Fieldstone Way
Woodstock, GA 30189

11/25/96

OFFICER AND DIRECTORS

Address(es) for Jonathan P. Warner

Business Address

Whitelands Business Park
740 East Lancaster Avenue, Suite 200
Exton, PA 19341

Residence Address

663 Brooke Road
Wayne, PA 19087

Address(es) for Jim Wilson

Business Address

2101 4th Avenue, Suite 950
Seattle, WA 98121

Residence Address

20702 Island Parkway East
Sumner, WA 98390

Address(es) for Keith F. Kinghorn

Business Address

6975 Union Park Center, Suite 600
Midvale, UT 84047

Residence Address

1686 Haven Glen Lane
Salt Lake City, UT 84117

Address(es) for Len Barstad

Business Address

1125 17th Street, Suite 2300
Denver, CO 80202

Residence Address

18713 Hinsdale Avenue
Aurora, CO 80016

Address(es) for Lynda Lorenz

Business Address

4600 Madison Avenue, Suite 507
Kansas City, MO 64112

Residence Address

1015 West 59th Street
Kansas City, MO 64113

Address(es) for Mark E. Young

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

120 Reston Court
Fayetteville, GA 30214

Address(es) for Mark Mathias

Business Address

1125 17th Street, Suite 2300
Denver, CO 80202

Residence Address

82 Jasmine Street
Denver, CO 80220

Address(es) for Maurice P. Nielsen

Business Address

20800 Swenson Drive, Suite 440
Waukesha, WI 53186

Residence Address

W299 N5471 Arrow Court
Hartland, WI 53029

11/25/96

OFFICER AND DIRECTORS

Address(es) for Mark A. Strange

Business Address

363 N Sam Houston Parkway, Suite 1500
Houston, TX 77060

Residence Address

5203 Spartan Drive
Houston, TX 77041

Address(es) for J. Murphy Winfield

Business Address

1501 West Fountainhead Parkway
Tempe, AZ 85252

Residence Address

3066 East Minton Street
Mesa, AZ 85213

Address(es) for Nancy Louris

Business Address

One Lincoln Center
10300 SW Greensburg Rd, Suite 480
Portland, OR 97223

Residence Address

10520 SW 161 Court
Beaverton, OR 97007

Address(es) for Patricia A. Winchell

Business Address

2121 N. 117th Avenue NP-30
Omaha, NE 68164

Residence Address

101 South 93rd Avenue
Omaha, NE 68114

Address(es) for Patrick J. Earley

Business Address

312 Plum Street, Suite 1120
Cincinnati, OH 45202

Residence Address

3056 Ramona Avenue
Cincinnati, OH 45211

Address(es) for Paul Kral

Business Address

3450 Wilshire Boulevard
Los Angeles, CA 90010

Residence Address

1259 Roanoke Road
San Marino, CA 91108

Address(es) for Randy Antonacci

Business Address

500 N Westshore Blvd, Suite 640
Tampa, FL 33609

Residence Address

656 Channing Drive
Palm Harbor, FL 34684

Address(es) for Raymond A. Emmons

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

275 Chason Wood Way
Roswell, GA 30076

11/25/96

OFFICER AND DIRECTORS

Address(es) for Randall E. Brodsky

Business Address

1125 17th Street, Suite 2300
Denver, CO 80202

Residence Address

1143 Auraria Parkway, Unit A-203
Denver, CO 80204

Address(es) for Robert J. Levenson

Business Address

401 Hackensack Avenue, 7th Floor
Hackensack, NJ 07601

Residence Address

39 Hawthorne Road
Essex Fells, NJ 07021

Address(es) for Ralph L. Ball

Business Address

1843 Broadway, Suite 101
Boise, ID 83706

Residence Address

1843 Broadway, Suite 101
Boise, ID 83706

Address(es) for Randolph L.M. Hutto

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

3609 Kingsboro Road NE
Atlanta, GA 30319

Address(es) for Scott Carver

Business Address

1125 17th Street, Suite 2300
Denver, CO 80202

Residence Address

1094 West Chike Cherry
Louisville, CO 80027

Address(es) for Steven C. Preston

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

4010 Inverness Crossing
Roswell, GA 30075

Address(es) for Steve Duckett

Business Address

435 Ford Road, Suite 500
Minneapolis, MN 55426

Residence Address

12420 44th Avenue North
Plymouth, MN 55442

Address(es) for Scott Gantt

Business Address

6100 Fairview Road, Suite 510
Charlotte, NC 28210

Residence Address

1500 Myers Park Drive
Charlotte, NC 28207

11/25/96

OFFICER AND DIRECTORS

Address(es) for Shawn Pynes

Business Address

One Walnut Creek Center
100 Pringle Avenue, Suite 780
Walnut Creek, CA 94596

Residence Address

3131 Mars Court
Lafayette, CA 94549

Address(es) for Steve Webb

Business Address

222 West Las Colinas Blvd, #1360
Irving, TX 75039

Residence Address

2804 Meadow Green
Flower Mound, TX 75028

Address(es) for Thomas A. Rossi

Business Address

2121 N. 117th Avenue NP-30
Omaha, NE 68164

Residence Address

5204 Jones Street
Omaha, NE 68106

Address(es) for Timothy W. Kuck

Business Address

435 Ford Road, Suite 500
Minneapolis, MN 55426

Residence Address

5604 Code Avenue
Edina, MN 55436

Address(es) for Terry Lloyd

Business Address

6750 Poplar Avenue, Suite 323
Memphis, TN 38138

Residence Address

79 Sanga Road
Cordova, TN 38018

Address(es) for Tom McConlogue

Business Address

1100 Circle 75 Parkway, Suite 1530
Atlanta, GA 30339

Residence Address

327 Walnut Grove
Peachtree City, GA 30269

Personal Information for Jeff Anderson:

S.S. No.: 504707233

Personal Information for Barbara L. Antinori:

S.S. No.: 460298203

Personal Information for Randy Antonacci:

S.S. No.: 181548427

Personal Information for David P. Bailis:

S.S. No.: 495507710

Personal Information for Ralph L. Ball:

S.S. No.: 518385182

Personal Information for Len Barstad:

11/25/96

OFFICER AND DIRECTORS

S.S. No.: 547641512

Personal Information for Dennis G. Bayes:

S.S. No.: 528709895

Personal Information for Dorothy Baylor:

S.S. No.: 546849770

Personal Information for Randall E. Brodsky:

S.S. No.: 353723413

Personal Information for Scott Carver:

S.S. No.: 374700507

Personal Information for Jay Coughlin:

S.S. No.: 144406194

Personal Information for James G. Council:

S.S. No.: 227582510

Personal Information for Don Dahlin:

S.S. No.: 496561259

Personal Information for Bob Davis:

S.S. No.: 529808365

Personal Information for Jerry P. Dembowski:

S.S. No.: 505789313

Personal Information for George W. Dreisbach III:

S.S. No.: 047426243

Personal Information for Steve Duckett:

S.S. No.: 397520095

Personal Information for Patrick J. Earley:

S.S. No.: 235025013

Personal Information for Raymond A. Emmons:

S.S. No.: 042384783

Personal Information for Scott Gantt:

S.S. No.: 249175817

Personal Information for John Gedney:

S.S. No.: 080526563

Personal Information for Deborah Helling:

S.S. No.: 108422791

Personal Information for Elizabeth C. Hill:

S.S. No.: 265638389

Personal Information for Randolph L.M. Hutto:

11/25/96

OFFICER AND DIRECTORS

S.S. No.: 259727939

Personal Information for Keith F. Kinghorn:

S.S. No.: 518463687

Personal Information for Paul Kral:

S.S. No.: 573365558

Personal Information for David A. Kreager:

S.S. No.: 301448944

Personal Information for Timothy W. Kuck:

S.S. No.: 503660823

Personal Information for John W. Kwant:

S.S. No.: 529523073

Personal Information for Robert J. Levenson:

S.S. No.: 363400572

Personal Information for Terry Lloyd:

S.S. No.: 430290740

Personal Information for Lynda Lorenz:

S.S. No.: 495565050

Personal Information for Nancy Louris:

S.S. No.: 570960800

Personal Information for Jeff Massetti:

S.S. No.: 189482019

Personal Information for Mark Mathias:

S.S. No.: 316641235

Personal Information for Greg J. Matis:

S.S. No.: 528218336

Personal Information for Tom McConlogue:

S.S. No.: 277607494

Personal Information for David R. Money:

S.S. No.: 528860005

Personal Information for Charles F. Montreuil:

S.S. No.: 469780980

Personal Information for Chris Nadeau:

S.S. No.: 025623181

Personal Information for Clair G. Naylor:

S.S. No.: 528701031

Personal Information for Maurice P. Nielsen:

11/25/96

OFFICER AND DIRECTORS

S.S. No.: 481602358

Personal Information for Steven C. Preston:

S.S. No.: 395683731

Personal Information for Shawn Pynes:

S.S. No.: 540964879

Personal Information for Gerard Quinn:

S.S. No.: 031461239

Personal Information for Andy Reed:

S.S. No.: 331566547

Personal Information for Douglas L. Rolefson:

S.S. No.: 506662290

Personal Information for Thomas A. Rossi:

S.S. No.: 505621691

Personal Information for Bernard Rothman:

S.S. No.: 107301262

Personal Information for B. George Saloom:

S.S. No.: 419623347

Personal Information for David L. Schlapbach:

S.S. No.: 495704796

Personal Information for Gary L. Schmidt:

S.S. No.: 278466030

Personal Information for Mark A. Strange:

S.S. No.: 457964798

Personal Information for Jonathan P. Warner:

S.S. No.: 207444861

Personal Information for Steve Webb:

S.S. No.: 449989014

Personal Information for Jim Wilson:

S.S. No.: 287400382

Personal Information for Patricia A. Winchell:

S.S. No.: 515623281

Personal Information for J. Murphy Winfield:

S.S. No.: 527924174

Personal Information for Mark E. Young:

S.S. No.: 252923121