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May 07 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # F94000002679 (8)

1. Corporation Name
GREEN SPRING HEALTH SERVICES, INC.

Principal Place of Business
5565 STERRETT PLACE, SUITE 500
COLUMBIA MD 21044

Mailing Address
5565 STERRETT PLACE, SUITE 500
COLUMBIA MD 21044-2644

3. Date Incorporated or Qualified
05/23/1994

3a. Date of Last Report
03/26/1996

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24

29

4. FEI Number

51-0347297

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

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE PRES
NAME HENRY HARBIN
STREET ADDRESS 5565 STERRETT PLACE
CITY-ST-ZIP COLUMBIA MD

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

TITLE SEC
NAME JOYCE FITCH
STREET ADDRESS 5565 STERRETT PLACE
CITY-ST-ZIP COLUMBIA MD

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

TITLE D
NAME WOLFF, SHERMAN
STREET ADDRESS 233 N. MICHIGAN AVENUE, 15TH FLOOR
CITY-ST-ZIP CHICAGO IL 60601

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

TITLE D
NAME SACCO, DON
STREET ADDRESS 1501 MARKET STREET
CITY-ST-ZIP TICOMA WA 98402

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

TITLE T
NAME YANSON, MARK
STREET ADDRESS 5565 STERRETT PLACE, STE 500
CITY-ST-ZIP COLUMBIA MD

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

TITLE T
NAME VOSS, STEVEN J.
STREET ADDRESS 5565 STERRETT PLACE, STE 500
CITY-ST-ZIP COLUMBIA MD

6.1 TITLE
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

Daytime Phone #

CR2E034 (9/96)

GREEN SPRING HEALTH SERVICES, INC.
NAMES AND ADDRESSES OF THE OFFICERS

Henry Harbin, President
5565 Sterrett Place, Suite 500
Columbia, MD 21044

Chuck Kanach, Vice President
5565 Sterrett Place, Suite 500
Columbia, MD 21044

Mark Yanson, Treasurer
5565 Sterrett Place, Suite 500
Columbia, MD 21044

Joyce Fitch, Secretary
5565 Sterrett Place, Suite 500
Columbia, MD 21044

Steven J. Voss, Assistant Treasurer
5565 Sterrett Place, Suite 500
Columbia, MD 21044

GREEN SPRING HEALTH SERVICES, INC.
NAMES AND ADDRESSES OF THE DIRECTORS

Don Sacco
P.O. Box 1271
Portland, OR 97207-1271

Rick Neeson
1901 Market Street, 45th Floor
Philadelphia, PA 19103

Sherman Wolff
233 North Michigan Ave., 12th Floor
Chicago, IL 60601

Robert Pures
3 Penn Plaza East
Newark, NJ 07105

Paul Shoffeitt
5565 Sterrett Place, Suite 500
Columbia, MD 21044

Mac Crawford
3414 Peachtree Rd., N.E., Ste. 1400
Atlanta, GA 30326

Craig McKnight
3414 Peachtree Rd., N.E., Suite 1400
Atlanta, GA 30326

Steve Davis
3414 Peachtree Rd., N.E., Suite 1400
Atlanta, GA 30326

John Bartlett
3414 Peachtree Rd., N.E., Suite 1400
Atlanta, GA 30326