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Jan 15 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 # F94000003289 (5)

1. Corporation Name: **AFFILIATED COMPUTER SERVICES, INC.**



Principal Place of Business: **2828 N. HASKELL AVENUE 10TH FL DALLAS TX 75204 US**
Mailing Address: **2828 N. HASKELL AVENUE 10TH FL DALLAS TX 75204-2809 US**

3. Date Incorporated or Qualified: **06/22/1994**
3a. Date of Last Report: **03/26/1996**

2. Principal Place of Business		2a. Mailing Address		4. FEI Number		Applied For	
21		26		51-0310342		Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired		<input type="checkbox"/> \$8.75 Additional Fee Required	
22		27		6. Election Campaign Financing Trust Fund Contribution		<input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State		City & State		28		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	
Zip		Country		29		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
24		25		30			

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			

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: _____ DATE: _____
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	Director & EVP
NAME	RICH, JEFFREY A	1.2 NAME	Henry G. Hortenstine
STREET ADDRESS	2828 N HASKELL AVENUE	1.3 STREET ADDRESS	2828 N. Haskell 8th Fl
CITY - ST - ZIP	DALLAS TX	1.4 CITY - ST - ZIP	Dallas, TX 75204
TITLE	SD	2.1 TITLE	Director & CFO
NAME	BLACK, DAVID W	2.2 NAME	Mark A. King
STREET ADDRESS	2828 N HASKELL AVENUE	2.3 STREET ADDRESS	2828 N. Haskell 10th Fl
CITY - ST - ZIP	DALLAS TX	2.4 CITY - ST - ZIP	Dallas, TX 75204
TITLE	T	3.1 TITLE	Treasurer
NAME	HARPER, LEE O	3.2 NAME	Nancy P. Vineyard
STREET ADDRESS	2828 N HASKELL AVENUE	3.3 STREET ADDRESS	3960 N. Central Expressway
CITY - ST - ZIP	DALLAS TX	3.4 CITY - ST - ZIP	Dallas, TX 75204
TITLE	CD	4.1 TITLE	Director
NAME	DEASON, DARWIN	4.2 NAME	Gerald Ford
STREET ADDRESS	2828 N HASKELL AVENUE	4.3 STREET ADDRESS	200 Crescent Court Suite 1350
CITY - ST - ZIP	DALLAS TX	4.4 CITY - ST - ZIP	Dallas TX 75201
TITLE		5.1 TITLE	Director
NAME		5.2 NAME	Frank Rossi
STREET ADDRESS		5.3 STREET ADDRESS	One First Natinoal Plaza Suite 2648
CITY - ST - ZIP		5.4 CITY - ST - ZIP	Chicago, IL 60603
TITLE		6.1 TITLE	Director
NAME		6.2 NAME	Joseph P. O'Neill
STREET ADDRESS		6.3 STREET ADDRESS	633 Pennsylvania Ave NW 4th Fl
CITY - ST - ZIP		6.4 CITY - ST - ZIP	Washington DC 20004

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: *David W. Black* **David W. Black, Secretary** Jan. 6, 1997 (214) 841-6152

CR2E034 (9/96)