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UPK4371

PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F94000003289

1. Corporation Name
AFFILIATED COMPUTER SERVICES, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business
2828 NORTH HASKELL 10TH FLOOR
DALLAS TX 75204
US

Mailing Address
2828 NORTH HASKELL 10TH FLOOR
DALLAS TX 75204
US

3. Date Incorporated or Qualified
06/22/1994

2. Principal Place of Business
 21 Suite, Apt. #, etc.

2a. Mailing Address
 26 Suite, Apt. #, etc.

4. FEI Number
51-0310342

Applied For
 Not Applicable

22 City & State

27 City & State

5. Certificate of Status Desired **\$8.75** Additional Fee Required

23 Zip Country

28 Zip Country

6. Election Campaign Financing Trust Fund Contribution **\$5.00** May Be Added to Fees

24 Zip Country

29 Zip Country

8. This corporation owes the current year Intangible Personal Property Tax. 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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	D	<input type="checkbox"/> DELETE
NAME	HENRY G. HORTENSTINE	
STREET ADDRESS	2828 N HASKELL AVENUE	
CITY-ST-ZIP	DALLAS TX 75204	
TITLE	D	<input type="checkbox"/> DELETE
NAME	MARK A. KING	
STREET ADDRESS	2828 N HASKELL AVENUE	
CITY-ST-ZIP	DALLAS TX 75204	
TITLE	VPT	<input type="checkbox"/> DELETE
NAME	NANCY P. VINEYARD	
STREET ADDRESS	3960 N. CENTRAL EXPRESSWAY	
CITY-ST-ZIP	DALLAS TX 75204	
TITLE	CEO	<input type="checkbox"/> DELETE
NAME	DEASON, DARWIN	
STREET ADDRESS	2828 NORTH HASKELL 10TH FLOOR	
CITY-ST-ZIP	DALLAS TX 75204	
TITLE	D	<input type="checkbox"/> DELETE
NAME	FRANK ROSSI	
STREET ADDRESS	ONE FIRST NATIONAL PLAZA, SUITE 2648	
CITY-ST-ZIP	CHICAGO IL 60603	
TITLE	D	<input type="checkbox"/> DELETE
NAME	JOSEPH P. O'NEILL	
STREET ADDRESS	1455 PENNSYLVANIA AVENUE N.W.	
CITY-ST-ZIP	WASHINGTON DC 20004	

1.1 TITLE	Director/Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	David W. Black	
1.3 STREET ADDRESS	2828 N. Haskell, 10th Fl	
1.4 CITY-ST-ZIP	Dallas, Texas 75204	
2.1 TITLE	Director/President & COO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Jeffrey A. Rich	
2.3 STREET ADDRESS	2828 N. Haskell 10th Floor	
2.4 CITY-ST-ZIP	Dallas, Texas 75204	
3.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS	3988 N. Central Expwy 5th Fl	
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

14. I 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, with all other like empowered.

SIGNATURE: David W. Black David W. Black, Secretary Jan 11, 1999 2/4/84/6/97

CR2E034 (1/98)