

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

FILED
Jun 18 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **F94000003927 (0)**

1. Corporation Name
COMMUNITY CARE NETWORK, INC.



Principal Place of Business 5251 VIEWRIDGE COURT SAN DIEGO CA 92123	Mailing Address 5251 VIEWRIDGE COURT SAN DIEGO CA 92123
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/27/1994	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 33-0048033	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> 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 of person having authority to sign and file, if applicable

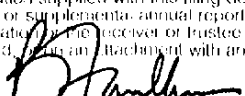
(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PCD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUNCHER, JAMES E	1.2 NAME	See list attached.
STREET ADDRESS	5251 VIEWRIDGE CT	1.3 STREET ADDRESS	
CITY-ST-ZIP	SAN DIEGO CA	1.4 CITY-ST-ZIP	
TITLE	VS	2.1 TITLE	
NAME	PLAXICO, NANCY B	2.2 NAME	
STREET ADDRESS	5251 VIEWRIDGE COURT	2.3 STREET ADDRESS	
CITY-ST-ZIP	SAN DIEGO CA	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SHULMAN, STEVEN J	3.2 NAME	
STREET ADDRESS	C/O VALUE HALTH INC 22 WATERVILLE RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	AVON CT	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JOHNSTON, SHANNON J	4.2 NAME	
STREET ADDRESS	5251 VIEWRIDGE COURT	4.3 STREET ADDRESS	
CITY-ST-ZIP	SAN DIEGO CA	4.4 CITY-ST-ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BAKER, STEPHEN	5.2 NAME	
STREET ADDRESS	5251 VIEWRIDGE CT.	5.3 STREET ADDRESS	
CITY-ST-ZIP	SAN DIEGO CA	5.4 CITY-ST-ZIP	
TITLE	CFOT	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FAULKNER, BLAINE	6.2 NAME	
STREET ADDRESS	5251 VIEWRIDGE COURT	6.3 STREET ADDRESS	
CITY-ST-ZIP	SAN DIEGO CA	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, 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, with an attachment with an address.

SIGNATURE



6/1/98

(619) 454-2145

CP2E034 (10/97)

Community Care Network, Inc.

Officers:

Name	Title	Address
Richard M. Mastaler	Chief Executive Officer	5251 Viewridge Court San Diego, California 92123
Michael O. Bell	President Chief Operating Officer	5251 Viewridge Court San Diego, California 92123
Kenneth C. Donahey	Senior Vice President Assistant Treasurer	One Park Plaza Nashville, Tennessee 37203
Dan Moen	Senior Vice President	One Park Plaza Nashville, Tennessee 37203
Victor L. Campbell	Senior Vice President	One Park Plaza Nashville, Tennessee 37203
Richard A. Schweinhart	Senior Vice President	One Park Plaza Nashville, Tennessee 37203
Joe Manheim	Senior Vice President, Operations	5251 Viewridge Court San Diego, California 92123
Blaine Faulkner	Senior Vice President Chief Financial Officer	5251 Viewridge Court San Diego, California 92123
David G. Anderson	Vice President Treasurer	One Park Plaza Nashville, Tennessee 37203
Rosalyn S. Elton	Vice President	One Park Plaza Nashville, Tennessee 37203
A. Bruce Moore	Vice President	One Park Plaza Nashville, Tennessee 37203
V. Carl George	Vice President	One Park Plaza Nashville, Tennessee 37203
John M. Franck II	Vice President Secretary	One Park Plaza Nashville, Tennessee 37203
Bettye D. Daugherty	Vice President Assistant Secretary	One Park Plaza Nashville, Tennessee 37203
Steven E. Clifton	Vice President Assistant Secretary	One Park Plaza Nashville, Tennessee 37203
James D. Hinton	Vice President	One Park Plaza Nashville, Tennessee 37203
R. Milton Johnson	Vice President	One Park Plaza Nashville, Tennessee 37203
Howard K. Patterson	Vice President	One Park Plaza Nashville, Tennessee 37203

Board of Directors:

Name	Title	Address
Richard M. Mastaler	Chief Executive Officer	5251 Viewridge Court San Diego, California 92123
Kenneth C. Donahey	Senior Vice President Assistant Treasurer	One Park Plaza Nashville, Tennessee 37203
Dan Moen	Senior Vice President	One Park Plaza Nashville, Tennessee 37203
Rosalyn S. Elton	Vice President	One Park Plaza Nashville, Tennessee 37203
John M. Franck II	Vice President Secretary	One Park Plaza Nashville, Tennessee 37203