

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

FILED
May 09 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000002673 (0)

1. Corporation Name
VENTECH SYSTEMS, INC.



Principal Place of Business 3300 PROVIDIAN CENTER 400 WEST MARKET ST LOUISVILLE KY 40202	Mailing Address 3300 PROVIDIAN CENTER 400 WEST MARKET ST LOUISVILLE KY 40202-3346
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2. Principal Place of Business 21 State, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 06/02/1995	3a. Date of Last Report 03/06/1996
		4. FEI Number 61-1239343	Applied For Not Applicable
		5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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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 type for printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstalling)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD LUNS福德, W. BRUCE 3300 PROVIDIAN CENTER, 400 W. MARKET ST LOUISVILLE KY 40202	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	D BARR, MICHAEL R 3300 PROVIDIAN CENTER, 400 W. MARKET ST LOUISVILLE KY 40202	1.2 NAME	
STREET ADDRESS	CEOD REED, W. EARL III 3300 PROVIDIAN CENTER, 400 W. MARKET ST LOUISVILLE KY 40202	1.3 STREET ADDRESS	
CITY-ST-ZIP	PD WALTON, PETER L 2000 NATIONAL CITY TOWER, 101 S. 5TH ST LOUISVILLE KY 40202	1.4 CITY-ST-ZIP	
TITLE	S FORCE, JILL L 3300 PROVIDIAN CENTER, 400 W. MARKET ST LOUISVILLE KY 40202	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	AS KING, JUNE N 3300 PROVIDIAN CENTER, 400 W. MARKET ST LOUISVILLE KY 40202	2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	VP Financial Systems Windhorst, David R. 3300 Providian Center Louisville, KY 40202
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	See Attached List
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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

4/28/97
Date

Daytime Phone #

0477899

CR2E034 (9/96)

Directors and Officers
Ventech Systems, Inc.

DIRECTORS:

Michael R. Barr Director
Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

W. Bruce Lunsford Director
Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

W. Earl Reed, III Director
Primary : 3300 Providian Center
Address : 400 West Market Street
 Louisville, KY 40202

OFFICERS:

Michael R. Barr

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

Chief Operating Officer and Executive Vice President

Jill L. Force
 Senior Vice President, General Counsel
 and Secretary
 Primary : 3300 Providian Center
 Address : 400 West Market Street
 Louisville, KY 40202

James H. Gillenwater, Jr.

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

Senior Vice President, Planning and Development

Thomas T. Ladt

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

Executive Vice President, Operations

Joseph L. Landenwich **Assistant Secretary**

Primary : 3300 Providian Center

Address : 400 West Market Street

Louisville, KY 40202

Richard A. Lechleiter

Vice President, Finance and Corporate
Controller

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

Maria M. Levering

Senior Vice President, Corporate
Services

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

W. Bruce Lunsford

Chairman of the Board, President, and
Chief Executive Officer

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

Steven L. Monaghan

Vice President, Finance

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

W. Earl Reed, III

Chief Financial Officer and Executive
Vice President

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

T. Richard Riney

Assistant Secretary

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

Thomas M. Schuhmann

Vice President, Reimbursement

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202

David R. Windhorst

Vice President, Financial Systems

Primary : 3300 Providian Center
Address : 400 West Market Street
Louisville, KY 40202