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FILED
May 04, 1999 8:00 am
Secretary of State

05-04-1999 90017 048 ***150.00

PROFIT
CORPORATION
ANNUAL REPORT
1999



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

DOCUMENT # F95000005111

1. Corporation Name

CSX PROFESSIONAL SERVICES GROUP, INC.

Principal Place of Business

Mailing Address

500 WATER STREET
JACKSONVILLE FL 32202

500 WATER ST.
S/C J-160
JACKSONVILLE FL 32202

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

10/19/1995

4. FEI Number

59-3307394

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 owes the current year Intangible
Personal Property Tax.

Yes 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

NOTE: This company is included in a

82 Street Address (P.O. Box Number is Not Applicable)

83 consolidated intangible personal
property tax return filed on behalf of
CSX Corporation and consolidated

84 affiliates, FEIN 62-105197 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

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP
VP	ANDREWS, J F	500 WATER ST	JAX FL 32202
VP	AARON, C E	550 WATER ST	JAX FL 32202
VP	AFTOORA, P	500 WATER ST	JAX FL 32202
VP	LARIZZA, R	550 WATER ST	JAX FL 32202
VP	PATE, M	550 WATER ST	JAX FL 32202
D	ANDREWS, F	500 WATER ST	JAX FL 32202

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP
2.1 TITLE	2.2 NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP
3.1 TITLE	3.2 NAME	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP
4.1 TITLE	4.2 NAME	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP
5.1 TITLE	5.2 NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP
6.1 TITLE	6.2 NAME	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP

See attached List

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/15/99

(904) 366-4242

Patricia J. Aftoora, Vice President

Date

Daytime Phone #

CR2E034 (11/98)

0032333

CSX PROFESSIONAL SERVICES GROUP, INC.

475 635-90017-48
F95 000005111

Directors

<u>Name</u>	<u>Address</u>
R. D. Larizza	550 Water Street Jacksonville, FL 32202
M. P. McGovern	550 Water Street Jacksonville, FL 32202
C. J. O. Wodehouse	500 Water Street Jacksonville, FL 32202

Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
C. J. O. Wodehouse	President	500 Water Street Jacksonville, FL 32202
C. E. Aaron	Vice-President	550 Water Street Jacksonville, FL 32202
P. J. Aftoora	Vice-President and Corporate Secretary	500 Water Street Jacksonville, FL 32202
R. D. Larizza	Vice-President	550 Water Street Jacksonville, FL 32202
B. A. Schwinger	Treasurer	301 West Bay Street Jacksonville, FL 32202
M. P. McGovern	Controller	550 Water Street Jacksonville, FL 32202

Office of Vice-President and Corporate Secretary
Jacksonville, FL
December 31, 1998