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NON-PROFIT
 CORPORATION
 ANNUAL REPORT
1999



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

DOCUMENT # F96000002832

1. Corporation Name
SERVICEMASTER RESIDENTIAL/COMMERCIAL SERVICES MANAGEMENT CORPORATION



Principal Place of Business
**860 RIDGE LAKE BLVD
 MEMPHIS TN 38120**

Mailing Address
**860 RIDGE LAKE BLVD
 MEMPHIS TN 38120**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
06/06/1996

4. FEI Number
36-3747475

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

2. Principal Place of Business
 21 Suite, Apt. #, etc.
 22 City & State
 23 Zip Country
 24

2a. Mailing Address
 26 Suite, Apt. #, etc.
 27 City & State
 28 Zip Country
 29

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

B1 Name
 B2 Street Address (P.O. Box Number is Not Acceptable)
 B3
 B4 City **FL** B5 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 _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VP KELLOW, DAN N	1.1 TITLE	P Michael M. Isakson
NAME	860 RIDGE LAKE BLVD	1.2 NAME	860 Ridge Lake Blvd.
STREET ADDRESS	MEMPHIS TN 38120	1.3 STREET ADDRESS	Memphis, TN 38120
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	VP THIESSEN, JR D	2.1 TITLE	
NAME	860 RIDGE LAKE BLVD	2.2 NAME	
STREET ADDRESS	MEMPHIS TN 38120	2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	AVP JACOBS, PAUL M	3.1 TITLE	
NAME	1 SERVICEMASTER WY	3.2 NAME	
STREET ADDRESS	DOWNERS GROVE IL 60515	3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	VPT MARIANO, III L	4.1 TITLE	
NAME	860 RIDGE LAKE BLVD	4.2 NAME	
STREET ADDRESS	MEMPHIS TN 38120	4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	VP BERT, PAUL A	5.1 TITLE	
NAME	860 RIDGE LAKE BLVD	5.2 NAME	
STREET ADDRESS	MEMPHIS TN 38120	5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	VP POUND, DOUGLAS E	6.1 TITLE	
NAME	860 RIDGE LAKE BLVD	6.2 NAME	
STREET ADDRESS	MEMPHIS TN	6.3 STREET ADDRESS	
CITY-ST-ZIP		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: *Michael M. Isakson* PRESIDENT 4-7-99 901/766-1291
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

Rev. August 7, 1998

Annual Meeting Date
8/1/98 MEG

**SERVICEMASTER RESIDENTIAL/COMMERCIAL
SERVICES MANAGEMENT CORPORATION**

331504-90184-3
F960000 0 283

DIRECTORS

Carlos H. Cantu
One ServiceMaster Way
Downers Grove, IL 60515

Ernest J. Mrozek
860 Ridge Lake Blvd.
Memphis, TN 38120

C. William Pollard
One ServiceMaster Way
Downers Grove, IL 60515

Michael M. Isakson
860 Ridge Lake Blvd.
Memphis, TN 38120

OFFICERS

Michael M. Isakson
President
860 Ridge Lake Blvd.
Memphis, TN 38120

Ernest J. Mrozek
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Robert J. Groff
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Douglas E. Pound
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Dan N. Kellow
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Paul A. Bert
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Thomas W. Scherer
Vice President
860 Ridge Lake Blvd.
Memphis, TN 38120

Amelia N. Blanton
Vice President, Secretary
and General Counsel
860 Ridge Lake Blvd.
Memphis, TN 38120

Lawrence L. Mariano, III
Vice President & Treasurer
860 Ridge Lake Blvd.
Memphis, TN 38120

Paul M. Jacobs
Assistant Vice President
One ServiceMaster Way
Downers Grove, IL 60515