

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT
CORPORATION
ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F97000002123 (4)

1. Corporation Name

PHOENIX GROUP SERVICES, INC.

98 SEP 29 PM 12:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

04/22/1997

4. FEI Number

06-1435452

Applied For
Not Applicable

5. Certificate of Status Desired



\$8.75 Additional
Fee Required

6. Election Campaign Financing



\$5.00 May Be
Added to Fees

8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30.



Yes



No

10. Name and Address of New Registered Agent

Principal Place of Business

100 BRIGHT MEADOW BLVD.
ENFIELD CT 06082-1800

Mailing Address

100 BRIGHT MEADOW BLVD.
ENFIELD CT 06082-1800

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

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 607.0502, Florida Statutes.

SIGNATURE

Connie Bryan

SPECIAL ASSISTANT SECRETARY

9/29/98

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-STATE-ZIP
C	PAYDOS, CHARLES J	100 BRIGHT MEADOW BLVD.	ENFIELD CT 06082-1900
CEO	GIANGIULIO, RANDALL	100 BRIGHT MEADOW BLVD.	ENFIELD CT 06082-1900
P	WESTON, DAVID T	100 BRIGHT MEADOW BLVD.	ENFIELD CT 06082-1900
T	SEARFOSS, DAVID W	ONE AMERICAN ROW	HARTFORD CT 06115
D	ROBBINS, KEITH D	ONE AMERICAN ROW	HARTFORD CT 06115
AS	RIPLEY, GEORGE	ONE AMERICAN ROW	HARTFORD CT 06115

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-STATE-ZIP
Director	Suzanne M. Schoch	100 Bright Meadow Blvd	Enfield, CT 06083-1900
Director / Chairman			
Director / President	MARY C. PETITE	100 Bright Meadow Blvd.	Enfield, CT 06083-1900
DIRECTOR / CFO			
SECRETARY	NANCY J. ENGBERG	ONE AMERICAN ROW	HARTFORD, CT 06102-5056
TREASURER	RAYMOND E. CUMMINGS	ONE AMERICAN ROW	HARTFORD, CT 06102-5056

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.

SIGNATURE

Connie Bryan

NANCY J. ENGBERG

9/29/98

(Signature) 06-1435452

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