2006 FOR PROFIT CORPORATION ANNUAL REPORT

SIGNATURE: _

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

May 03, 2006 8:00 am Secretary of State **DOCUMENT # G77745** 05-03-2006 90453 001 *1.200.00 ST. JOHNS INVESTMENT MANAGEMENT COMPANY Principal Place of Business Mailing Address 66014093 1301 RIVERPLACE BLVD P.O. BOX 10566, ACCT DIV **SUITE 2530** MAILCODE: AL/BI/CH/ALT JACKSONVILLE, FL 32207-9026 US BIRMINHHAM, AL 35296 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 04202006 Chg-P CR2E034 (11/05) City & State 4. FEI Number City & State Applied For 59-2358951 Not Applicable Zip Zip Country Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name CT CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) C/O CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD PLANTATION, FL 33324 Zip Code FL 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 Trust Fund Contribution. Added to Fees After May 1, 2006 Fee will be \$550.00 10. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 11. TITLE ☐ Delete TITLE ☐ Change ☐ Addition NAME HEGEL, GARRET R NAME 15 SOUTH 20TH ST-COMPASS BANK 19TH FL STREET ADDRESS STREET ADDRESS CITY-ST-ZIP BIRMINGHAM, AL 35233 CITY+ST-ZIP ☐ Change TITLE ☐ Delete TITLE ☐ Addition HELMS, WILLIAM C NAME 2001 KIRBY-COMPASS BANK AMG STREET ADDRESS STREET ADORESS CITY-ST-7IP HOUSTON, TX 77019 CITY-ST-7IP TITLE Delete 📈 TITLE ☐ Change Addition Kirk Pressley PRICE, DAVID T NAME NAME 15 South 20th Street STREET ADDRESS 2271 FLATWOOD CT STREET ADDRESS CITY-ST-ZIP JACKSONVILLE, FL 32223 CiTY-ST-7IP Brimingham AL 35233 CEO Delete ☐ Change TITLE TITLE ☐ Addition NAME ALBANEZE, DAVID T NAME 7800 JAMES ISLAND TRAIL STREET ADDRESS STREET ADDRESS CITY-ST-ZIP JACKSONVILLE, FL 32256 CITY-ST-7IP Change VP ☐ Addition TITLE 🔽 Delete TITLE PAYNE, DAN NAME NAME STREET ADDRESS 149 COTTAIL CR STREET ADDRESS CITY-ST-ZIP JACKSONVILLE, FL 32259 CITY-ST-ZIP ☐ Change TITLE ☐ Delete TITLE ☐ Addition ALLEN, JOHN L NAME NAME STREET ADDRESS 4399 PHELLPS PLACE STREET ADDRESS CITY-ST-ZIP JACKSONVILLE, FL 32207 CITY-ST-ZIP I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

FILED

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© Compass Bank

ATTACHMENT

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P.O. Box 10566 Birmingham, Alabama 35296

May 1, 2006

Florida Department of State Division of Corporations P.O. Box 1500 Tallahassee, FL 32302-1500

Dear Sirs:

Please find the enclosed copies of forms 2005 For Profit Corporation Annual Report for the following companies:

Name	FEI Number
Compass Bancshares, Inc.	63-0593897
Compass Bank	63-0476286
Compass Brokerage, Inc.	63-0644276
Compass Fiduciary Services, Ltd. Inc.	63-0959198
Compass Financial Corporation	63-1033443
Compass Multistate Services Corporation	63-0709498
Compass Securities, Inc.	63-1031139
St. John's Investment Management Co.	59-2358951

One check in the amount of \$1,200 is included for the filing fee of each company. If you have any questions, please do not hesitate to call me at (205) 297-7033.

Sincerely,

Allison L. Webster Vice President

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