

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

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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # K58153
1. Corporation Name
SYSTEMS MEDICAL MANAGEMENT, INC.

Principal Place of Business

**ONE PARK PLAZA
NASHVILLE TN 37203
US**

Mailing Address

**PO BOX 750
ATTN TAX DEPT
NASHVILLE TN 37200
US**

2. Principal Place of Business

21

Suite, Apt. #, etc

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc

27

City & State

28

Zip

Country

29

30

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301**

81 Name

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

83

84 City

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

01/09/1989

4. FEI Number

65-0096739

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

10. Name and Address of New Registered Agent

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. The 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 will also be appropriate)

(NOTE: Registered Agents are not permitted to sign this form.)

Date

12. OFFICERS AND DIRECTORS

TITLE	DV	<input checked="" type="checkbox"/> DELETE
NAME	ELTON, R	
STREET ADDRESS	ONE PARK PLAZA	
CITY-ST-ZIP	NASHVILLE TN 37203	
TITLE	DVPS	<input type="checkbox"/> DELETE
NAME	FRANCK, JOHN M.	
STREET ADDRESS	ONE PARK PLAZA	
CITY-ST-ZIP	NASHVILLE TN 37203	
TITLE	DVSA	<input checked="" type="checkbox"/> DELETE
NAME	DONAHEY, KENNETH	
STREET ADDRESS	ONE PARK PLAZA	
CITY-ST-ZIP	NASHVILLE TN	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	DVP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
12 NAME	R. Milton Johnson	
13 STREET ADDRESS		
14 CITY-ST-ZIP		
21 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE	DVP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
32 NAME	A. Bruce Moore	
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE	AS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
42 NAME	David L. Denson	
43 STREET ADDRESS	One Park Plaza Nashville TN	
44 CITY-ST-ZIP		
51 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
52 NAME	Ronald Lee Grubbs	
53 STREET ADDRESS	One Park Plaza, Nashville TN	
54 CITY-ST-ZIP		
61 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

CONFIDENTIAL



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CR2E034 (11/98)

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), 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 agreement with an address, with all other like empowered.

SIGNATURE: *[Signature]*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

February 1, 1999

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**OFFICERS AND DIRECTORS
OF
SYSTEMS MEDICAL MANAGEMENT, INC.**

Jack O. Bovender, Jr.	President	One Park Plaza Nashville, TN 37203
Richard M. Bracken	Executive Vice President	One Park Plaza Nashville, TN 37203
Jay Grinney	Executive Vice President	One Park Plaza Nashville, TN 37203
Scott Mercy	Executive Vice President	4525 Harding Road Nashville, TN 37205
James D. Shelton	Executive Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240
Wick Lyne	Senior Vice President	9100 Arborteam Pkwy, #140 Richmond, VA 23236
Jeff Dorsey	Senior Vice President	4643 S. Ulster, Ste. 1200 Denver, CO 80237
Mel Lagarde	Senior Vice President	1440 Canal Street, Ste. 1860 New Orleans, LA 70112
Chuck Hall	Senior Vice President	301 E. Las Olas Blvd., 4 th Fl. Ft. Lauderdale, FL 33301
Tom May	Senior Vice President	15891 Los Gatos Los Gatos, CA 95032
Mike Snow	Senior Vice President	7400 Fannin Street, Ste. 650 Houston, TX 77054
Charlie Evans	Senior Vice President	3100 West End Avenue, #300 Nashville, TN 37203
Jim Slack	Senior Vice President	1705 Metropolitan Blvd., #201 Tallahassee, FL 32308
William Poteet	Senior Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240
Frank DeMarco	Senior Vice President	9313 Medical Plaza Dr., #201 Charleston, SC 49406
Dan Miller	Senior Vice President	6200 Courtney Campbell Cwy Tampa, FL 33607
Dan Slipkovich	Senior Vice President	4525 Harding Road Nashville, TN 37205
William Gracey	Senior Vice President	4525 Harding Road Nashville, TN 37205
Nick Marzocco	Senior Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240
Chris Holden	Senior Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240

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Victor L. Campbell	Senior Vice President	One Park Plaza Nashville, TN 37203
Robert Waterman	Senior Vice President	One Park Plaza Nashville, TN 37203
David G. Anderson	Vice President and Treasurer	One Park Plaza Nashville, TN 37203
Sam Hazen	Vice President	One Park Plaza Nashville, TN 37205
Bill Rutherford	Vice President	One Park Plaza Nashville, TN 37203
Jim Fleetwood	Vice President	4525 Harding Road Nashville, TN 37205
Kenneth C. Donahey	Vice President	4525 Harding Road Nashville, TN 37203
Mike Parsons	Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240
Rosalyn S. Elton	Vice President	One Park Plaza Nashville, TN 37203
*A. Bruce Moore	Vice President	One Park Plaza Nashville, TN 37203
V. Carl George	Vice President	One Park Plaza Nashville, TN 37203
* R. Milton Johnson	Vice President	One Park Plaza Nashville, TN 37203
*John M. Franck II	Vice President and Secretary	One Park Plaza Nashville, TN 37203
Tim Flusche	Vice President	9100 Arborteam Pkwy, #140 Richmond, VA 23236
Rick Shallcross	Vice President	4643 S. Ulster, Ste. 1200 Denver, CO 80237
Mike Reese	Vice President	1440 Canal Street, Ste. 1860 New Orleans, LA 70112
Jay Picerno	Vice President	301 E. Las Olas Blvd., 4 th Fl. Ft. Lauderdale, FL 33301
Jim Petkas	Vice President	15891 Los Gatos Los Gatos, CA 95032
Jeff Anthony	Vice President	7400 Fannin Street, Ste. 650 Houston, TX 77054
Garry Karsner	Vice President	3100 West End Avenue, #300 Nashville, TN 37203
Larry Bradford	Vice President	1705 Metropolitan Blvd, #201 Tallahassee, FL 32308
Tom Corley	Vice President	13455 Noel Road, 20th Fl. Dallas, TX 75240

Steve Woodford	Vice President	9313 Medical Plaza Dr., #201 Charleston, SC 29406
Sam Hankins	Vice President	6200 Courtney Campbell Cwy Tampa, FL 33607
Scott Raplee	Vice President	4525 Harding Road Nashville, TN 37205
Tom Frazier	Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240
Jim Shannon	Vice President	13455 Noel Road, 20 th Fl. Dallas, TX 75240
James D. Hinton	Vice President	One Park Plaza Nashville, TN 37203
Howard K. Patterson	Vice President	One Park Plaza Nashville, TN 37203
Lyle Reid	Vice President	One Park Plaza Nashville, TN 37203
Ronald Lee Grubbs	Vice President	One Park Plaza Nashville, TN 37203
Steven E. Clifton	Vice President and Assistant Secretary	One Park Plaza Nashville, TN 37203
Bettye D. Daugherty	Vice President and Assistant Secretary	One Park Plaza Nashville, TN 37203
Tom C. Gormley	Vice President	One Park Plaza Nashville, TN 37203
Mike T. Bray	Vice President	One Park Plaza Nashville, TN 37203
Dora A. Blackwood	Assistant Secretary	One Park Plaza Nashville, TN 37203
David L. Denson	Assistant Secretary	One Park Plaza Nashville, TN 37203
Dianne Johnson	Assistant Secretary	One Park Plaza Nashville, TN 37203

***Directors
(Florida)**

Persons employed in the capacity of Chief Executive Officer, Chief Financial Officer, and Assistant Administrator of facilities owned and/or operated by this Corporation, are authorized by the Board of Directors of this Corporation to negotiate and enter into contracts and agreements necessary in the conduct of the day-to-day business of such facility, including, but not limited to, physician contracts, leases, purchase agreements, cost reports, etc., which with the advice of legal counsel, shall be deemed appropriate and advisable, and to execute and deliver Certificates of Resolution required in connection with such contracts and agreements.