

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

FILED

May 18 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # K64891 (0)

1. Corporation Name
BGS HEALTHCARE, INC.



Principal Place of Business 15280 NW 79TH CT SUITE 109 MIAMI LAKES FL 33016 US	Mailing Address 15280 NW 79TH CT SUITE 109 MIAMI LAKES FL 33016 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified 02/10/1989	
21		26		4. FEI Number 65-0109629	
22		27		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24		29		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525				10. Name and Address of New Registered Agent	
81 Name				82 Street Address (P.O. Box Number is Not Acceptable)	
83				84 City	
				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 fee if applicable

(NOTE: Registered Agent Signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
1.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP				1.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP			
1.2 NAME 1200 S. PINE ISLAND RD, STE 600 PLANTATION FL				1.2 NAME H. Lynn Massingale 1900 Winston Road, Ste 300 Knoxville, TN 37919			
1.3 STREET ADDRESS 1200 S. PINE ISLAND RD, STE 600 PLANTATION FL				1.3 STREET ADDRESS 1900 Winston Road, Ste 300 Knoxville, TN 37919			
1.4 CITY - ST - ZIP PLANTATION FL				1.4 CITY - ST - ZIP Knoxville, TN 37919			
2.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP				2.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP			
2.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP				2.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP			
2.2 NAME 1200 S. PINE ISLAND RD, STE 600 PLANTATION FL				2.2 NAME Thrasher, Tracy P. 3000 Galleria Tower, Ste. 1000 Birmingham, AL 35244			
2.3 STREET ADDRESS 1200 S. PINE ISLAND RD, STE 600 PLANTATION FL				2.3 STREET ADDRESS 3000 Galleria Tower, Ste. 1000 Birmingham, AL 35244			
2.4 CITY - ST - ZIP PLANTATION FL				2.4 CITY - ST - ZIP Birmingham, AL 35244			
3.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP				3.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP			
3.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP				3.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP			
3.2 NAME 1200 S. PINE ISLAND RD, STE 600 PLANTATION FL				3.2 NAME Knight, Harold 3000 Galleria Tower, Ste 1000 Birmingham, AL 35244			
3.3 STREET ADDRESS 1200 S. PINE ISLAND RD, STE 600 PLANTATION FL				3.3 STREET ADDRESS 3000 Galleria Tower, Ste 1000 Birmingham, AL 35244			
3.4 CITY - ST - ZIP PLANTATION FL				3.4 CITY - ST - ZIP Birmingham, AL 35244			
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4.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP				4.1 TITLE NAME STREET ADDRESS CITY - ST - ZIP			
4.2 NAME 1200 S. PINE ISLAND ROAD, SUITE 600 PLANTATION FL				4.2 NAME David Jones 1900 Winston Road, Ste 300 Knoxville, TN 37919			
4.3 STREET ADDRESS 1200 S. PINE ISLAND ROAD, SUITE 600 PLANTATION FL				4.3 STREET ADDRESS 1900 Winston Road, Ste 300 Knoxville, TN 37919			
4.4 CITY - ST - ZIP PLANTATION FL				4.4 CITY - ST - ZIP Knoxville, TN 37919			
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5.2 NAME 1200 SO PINE ISLAND ROAD STE 600 PLANTATION FL				5.2 NAME David Jones 1900 Winston Road, Ste 300 Knoxville, TN 37919			
5.3 STREET ADDRESS 1200 SO PINE ISLAND ROAD STE 600 PLANTATION FL				5.3 STREET ADDRESS 1900 Winston Road, Ste 300 Knoxville, TN 37919			
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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: Thomas P. Pollock 4/30/98 954-475-1300

CP2E034 (10/97)