FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT

1996

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

DOCUMENT # **K75026** (0)

1. Corporation Name

PHILLIPS EDUCATIONAL GROUP OF CENTRAL FLORIDA, INC.

Principal Place of Business

3319 W. HILLSBOROUGH AVE.
#1000
TAMPA FL 33614
US

Mailing Address

1 HANCOCK PL #1000
#1000
GULFPORT MS 39507-4508
US

2. Principal Place of Business — 21 — Suite, Apt. #, etc. 22 — City & State 23 — Zip 24 — Country 25

2a. Mailing Address 26 — Suite, Apt. #, etc. 27 — City & State 28 — Zip 29 — Country 30

3. Date Incorporated or Qualified: 03/23/1989

3a. Date of Last Report: 03/20/1995

4. FEI Number: 57-0886832 — [ ] 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 has liability for intangible tax under s. 199.032, Florida Statutes [ ] Yes [ ] No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

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 607.0505, Florida Statutes.

SIGNATURE ______ DATE ______

12. OFFICERS AND DIRECTORS

TITLE	AS	[ ] DELETE
NAME	KIMBERLING, C. RONALD	
STREET ADDRESS	ONE HANCOCK PLAZA	
CITY-ST-ZIP	GULFPORT MS	
TITLE	PD	[ ] DELETE
NAME	KIMBERLING, C. RONALD	
STREET ADDRESS	1 HANCOCK PLAZA	
CITY-ST-ZIP	GULFPORT MS	
TITLE	AT	[ ] DELETE
NAME	PAQUIN, MARILYN J.	
STREET ADDRESS	ONE HANCOCK PLZ	
CITY-ST-ZIP	GULFPORT MS	
TITLE	VDST	[ ] DELETE
NAME	PHILLIPS, GERALD C.	
STREET ADDRESS	ONE HANCOCK PLZ	
CITY-ST-ZIP	GULFPORT MS	
TITLE	D	[ ] DELETE
NAME	PHILLIPS, C. ALTON	
STREET ADDRESS	ONE HANCOCK PLZ	
CITY-ST-ZIP	GULFPORT MS	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE		[ ] Change [ ] Addition
12 NAME		
13 STREET ADDRESS		
14 CITY-ST-ZIP		
21 TITLE		[ ] Change [ ] Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE		[ ] Change [ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		[ ] Change [ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE		[ ] Change [ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE		[ ] Change [ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

CR2E034 (12/95)

14. I do hereby certify that the information supplied with this filing is voluntary, is not a tax, and 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: C. Ronald Kimberling C. Ronald Kimberling 3/28/96 601-864-6096

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #