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FILED

Feb 17 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # L67027 (7)

1. Corporation Name
HEARTLAND GROUP OF COMPANIES, INC.



Principal Place of Business

6230 BUSCH BLVD
#201
COLUMBUS OH 43229
US

Mailing Address

6230 BUSCH BLVD
#201
COLUMBUS OH 43229-1863
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

3. Date Incorporated or Qualified

04/18/1990

3a. Date of Last Report

02/06/1996

4. FEI Number

65-0190407

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

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
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

Signature typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D MATHIAS, JAMES DELETE

NAME
STREET ADDRESS
CITY - ST - ZIP
6230 BUSCH BLVD, #201
COLUMBUS OH

TITLE DPT GUIRLINGER, MICHAEL DELETE

NAME
STREET ADDRESS
CITY - ST - ZIP
6230 BUSCH BLVD
COLUMBUS OH

TITLE D THATCHER, HARVEY DELETE

NAME
STREET ADDRESS
CITY - ST - ZIP
6230 BUSCH BLVD.
COLUMBUS OH

TITLE D BUTNER, ROBERT DELETE

NAME
STREET ADDRESS
CITY - ST - ZIP
6230 BUSCH BLVD.
COLUMBUS OH

TITLE DSV QUINN, SANDRA L DELETE

NAME
STREET ADDRESS
CITY - ST - ZIP
6230 BUSCH BLVD.
COLUMBUS OH

TITLE D THIERGARTEN, L. JEAN DELETE

NAME
STREET ADDRESS
CITY - ST - ZIP
6230 BUSCH BLVD.
COLUMBUS OH

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE D Smith, J. David Change Addition

1.2 NAME
1.3 STREET ADDRESS
1.4 CITY - ST - ZIP
6230 Busch Blvd, Ste 201
Columbus, Ohio 43229

2.1 TITLE D Beres, Larry Change Addition

2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP
6230 Busch Blvd. Ste 201
Columbus, Ohio 43229

3.1 TITLE Change Addition

3.2 NAME
3.3 STREET ADDRESS
3.4 CITY - ST - ZIP

4.1 TITLE Change Addition

4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP

5.1 TITLE Change Addition

5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP

6.1 TITLE Change Addition

6.2 NAME
6.3 STREET ADDRESS
6.4 CITY - ST - ZIP

14. I do 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: Sandra B. Mortham, VP Secretary 1/9/97 614-848-5100
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone

CR2E034 (9/96)