FILE NOW: FILING FEE IS \$61.25

CITY-ST-ZIP

Jun 03 1997 8:00am NONPROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Kortham Secretary of State ANNUAL REPORT Secretary of State DIVISION OF CORPORATIONS 1997 N96000000436 (3) DOCUMENT # SPC COLLEGE PLACEMENT FOUNDATION, INC. WEST KEDRION KERFURY Sacer CEUS, INC Mailing Address 711 CHTLEMAN SARASOTA FL 34232-2852 711 CATTLEMAN SARASOTA FL 34232 8300 UNIVERSITY PARKAWAY d or Qualified 3a. Date of Last Report ncorporated c 01/22/1996 SARAIDTA FL 34240 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 8300 UNIVERSITY 8300 26 59-3766817 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be SARAISTA 28 Trust Fund Contribution Added to Fees Country Country Zip 8. This corporation has liability for intangible tax under s. 199.032, USA Yes No 25 29 30 Florida Statutes 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 **BROWNING, ROBERT W JR.** 62 Street Address (P.O. Box Number is Not Acceptable) 1800 SECOND STREET, STE. 755 83 FARASOTA FL 34236 84 City 85 Zip Code 11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes. **SIGNATURE** Signature, typed or printed name of registered agent and title it applicable (NOTE: Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13, (96/6) Addition DELETE 1.1 TITLE Change TITLE President NAME JOHN MEMIES 1.2 NAME 711 CAHLEMEN EA 1.3 STREET ADDRESS STREET ADDRESS SARASOTA EL DYZZL CITY-ST-ZIP 1.4 CITY - ST - ZIP DELETE Change Addition TITLE 2.1 TOLE NAME 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS CITY-ST-ZIP 2.4 CITY-ST-ZIP TREASUREN DELETE Channe Addition TITLE 3.1 TITLE NAME Jim Medaler 3.2 NAME 4788 COUNTRA MANUE DE STREET ADDRESS 3.3 STREET ADDRESS SARABBIA CITY-ST-ZIP 3.4. CITY - ST - ZIP 800002203128 -06/11/97--01003--010 ****61 25 TITLE Director DELETE 4.1 TITLE Addition GUNDON MOTTU NAME 4. 2 NAME 1859 BULANCER OT STREET ADDRESS 4.3 STREET ADDRESS ***61.25 SARASTA FL 34231 CITY-ST-ZIP 4.4 CITY - ST - ZIP DELETE Addition DIRECTOR 5.1.7(T) F TITLE JOHN MENZIET SA. 74 CAHLENEU RU NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS SAMUSTIA FU 34227 CITY-ST-ZIP 5.4 CITY - ST - ZIP DELETE 6.1 TITLE __ Change TITLE NAME 6.2 NAME 6.3 STREET ADDRESS 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or an attachment with an address.

FILED