

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

FILED
Jan 26 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 # **P02169** (1)
1. Corporation Name
COPELAND FINANCIAL SERVICES, INC.



Principal Place of Business TWO TOWER CENTER ATTN: LICENSING EAST BRUNSWICK NJ 08816	Mailing Address TWO TOWER CENTER ATTN: LICENSING EAST BRUNSWICK NJ 08816
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Two Tower Center Suite, Apt. #, etc. 22 21st Floor, Tax Dept. City & State 23 East Brunswick, NJ Zip 24 08816 Country 25 USA		2a. Mailing Address 26 Two Tower Center Suite, Apt. #, etc. 27 21st Floor, Tax Dept. City & State 28 East Brunswick, NJ Zip 29 08816 Country 30 USA		3. Date Incorporated or Qualified 05/24/1984
		4. FEI Number 22-2125964	Applied For <input type="checkbox"/> Not Applicable	
		5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	
		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees	
		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

**C T CORPORATION SYSTEM
1200 SOUTH 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
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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DC	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DUGHI, ROBERT C.	1.2 NAME	Please see attached list
STREET ADDRESS	525 VALLEY RD.	1.3 STREET ADDRESS	
CITY-ST-ZIP	WATCHUNG NJ	1.4 CITY-ST-ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SKINNER, MARK M.	2.2 NAME	
STREET ADDRESS	28 HILLTOP TERRACE	2.3 STREET ADDRESS	
CITY-ST-ZIP	CHATHAM NJ	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FEINBERG, PAUL S	3.2 NAME	
STREET ADDRESS	20 OVERBROOK RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	RANDOLPH NJ	3.4 CITY-ST-ZIP	
TITLE	D	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ZARELLI, MICHAEL R	4.2 NAME	
STREET ADDRESS	1 DAVIS COURT	4.3 STREET ADDRESS	
CITY-ST-ZIP	MARTINSVILLE NJ	4.4 CITY-ST-ZIP	
TITLE	S	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	EDDY, PAUL H	5.2 NAME	
STREET ADDRESS	24 WELLINGTON HEIGHTS ROAD	5.3 STREET ADDRESS	
CITY-ST-ZIP	AVON CT	5.4 CITY-ST-ZIP	
TITLE	VP	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GUILIA, PETER J	6.2 NAME	
STREET ADDRESS	504 S 22ND ST	6.3 STREET ADDRESS	
CITY-ST-ZIP	PHILADELPHIA PA	6.4 CITY-ST-ZIP	

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

REQUIRED

MICHAEL R. ZARELLI
SR. VICE PRESIDENT-FINANCE

1/17/98 733-514-2000

CR2E034 (10/97)

COPELAND FINANCIAL SERVICES, INC.
Two Tower Center
East Brunswick, New Jersey 08816

Directors

Robert C. Dughi
525 Valley Road
Watchung, NJ 07060

Paul S. Feinberg
20 Overbrook Road
Randolph, NJ 07869

Mark M. Skinner
26 Hilltop Terrace
Chatham, NJ 07928

Michael R. Zarelli
1 Davis Court
Martinsville, NJ 08836

COPELAND FINANCIAL SERVICES, INC.
Two Tower Center
East Brunswick, New Jersey 08816

Officers

Robert C. Dughi 525 Valley Road Watchung, NJ 07060	Chairman of the Board and President
Paul H. Eddy 24 Wellington Heights Road Avon, CT 06001	Assistant Secretary
Paul S. Feinberg 20 Overbrook Road Randolph, NJ 07869	Senior Vice President, General Counsel, and Secretary
Mark E. Freemyer 62 Cooper Avenue Dumont, NJ 07628	Vice President
Peter J. Gulia 504 South 22nd Street Philadelphia, PA 19146	Vice President and Counsel, Assistant Secretary
Lori M. Renzulli 1040 Schmidt Lane North Brunswick, NJ 08902	Assistant Secretary
George A. Ryan One Tower Square Hartford, CT 06183	Assistant Secretary
Mark M. Skinner 26 Hilltop Terrace Chatham, NJ 07928	Executive Vice President
Donna S. Webber 19 Colburn Road East Brunswick, NJ 08816	Assistant Secretary
Michael R. Zarelli 1 Davis Court Martinsville, NJ 08836	Senior Vice President, Chief Financial Officer, and Treasurer