

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

FILED  
Feb 06 1998 8:00am  
Secretary of State

|   |   |   |
|---|---|---|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br><b>1998</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|---|---|---|

DOCUMENT # **P06453** (5)  
1. Corporation Name  
**PCS HEALTH SYSTEMS, INC.**



|   |  |
|---|--|
| Principal Place of Business<br><b>9501 E SHEA BLVD<br/>SCOTTSDALE AZ 85260<br/>US</b> | Mailing Address<br><b>9501 E SHEA BLVD<br/>ONE-POB-STR-20TH FLOOR<br/>SCOTTSDALE AZ 85260<br/>US</b> |
|---|--|

DO NOT WRITE IN THIS SPACE

|   |  |  |  |   |  |
|---|--|--|--|---|--|
| 2. Principal Place of Business<br>21 <b>9501 E. Shea</b><br>Suite, Apt. #, etc.   |  | 2a. Mailing Address<br>26 <b>9501 E. Shea</b><br>Suite, Apt. #, etc. |  | 3. Date Incorporated or Qualified<br><b>06/17/1985</b>  |  |
| 22 City & State<br>23 <b>Scottsdale, AZ</b>   |  | 27 City & State<br>28 <b>Scottsdale, AZ</b>                          |  | 4. FEI Number<br><b>86-0217882</b><br>Applied For<br>Not Applicable   |  |
| 24 Zip<br><b>85260</b>  |  | 25 Country<br><b>USA</b>   |  | 5. Certificate of Status Desired <input checked="" type="checkbox"/> <b>XXX</b> <b>\$8.75 Additional Fee Required</b>   |  |
| 29 Zip<br><b>85260</b>  |  | 30 Country<br><b>USA</b>   |  | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>   |  |
| 7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |  |  | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |

|   |  |  |  |  |  |  |  |
|---|--|--|--|--|--|--|--|
| 9. Name and Address of Current Registered Agent<br><b>THE PRENTICE-HALL CORPORATION SYSTEM, INC.<br/>110 N MAGNOLIA ST<br/>SUITE 105<br/>TALLAHASSEE FL 32301</b> |  |  |  | 10. Name and Address of New Registered Agent<br>81 Name<br><b>N/A</b><br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City<br><b>FL</b> 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 **N/A**  
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                      | <b>D</b>                      | <input checked="" type="checkbox"/> DELETE | 11 TITLE          | <b>D</b>  | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |  |  |
| NAME                       | <b>DANIELS, MITCHELL E.</b>   |  | 12 NAME           | <b>Golden, Charles E.</b>                             |  |  |  |
| STREET ADDRESS             | <b>LILLY CORPORATE CENTER</b> |  | 13 STREET ADDRESS | <b>Lilly Corporate Center</b>                         |  |  |  |
| CITY-ST-ZIP                | <b>INDIANAPOLIS IN</b>        |  | 14 CITY-ST-ZIP    | <b>Indianapolis, IN 46285</b>                         |  |  |  |
| TITLE                      | <b>T</b>                      | <input type="checkbox"/> DELETE            | 21 TITLE          |   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |  |  |
| NAME                       | <b>GARRITY, THOMAS J.</b>     |  | 22 NAME           |   |  |  |  |
| STREET ADDRESS             | <b>9501 E SHEA BLVD</b>       |  | 23 STREET ADDRESS |   |  |  |  |
| CITY-ST-ZIP                | <b>SCOTTSDALE AZ</b>          |  | 24 CITY-ST-ZIP    |   |  |  |  |
| TITLE                      | <b>PD</b>                     | <input type="checkbox"/> DELETE            | 31 TITLE          |   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |  |  |
| NAME                       | <b>MILLON, JEAN-PIERRE</b>    |  | 32 NAME           |   |  |  |  |
| STREET ADDRESS             | <b>9501 E SHEA BLVD</b>       |  | 33 STREET ADDRESS |   |  |  |  |
| CITY-ST-ZIP                | <b>SCOTTSDALE AZ</b>          |  | 34 CITY-ST-ZIP    |   |  |  |  |
| TITLE                      | <b>S</b>                      | <input checked="" type="checkbox"/> DELETE | 41 TITLE          | <b>S</b>  | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |  |  |
| NAME                       | <b>BANTA, PAUL F</b>          |  | 42 NAME           | <b>Spencer, Natalie</b>                               |  |  |  |
| STREET ADDRESS             | <b>9501 E SHEA BLVD</b>       |  | 43 STREET ADDRESS | <b>9501 E. Shea Blvd.</b>                             |  |  |  |
| CITY-ST-ZIP                | <b>SCOTTSDALE AZ</b>          |  | 44 CITY-ST-ZIP    | <b>Scottsdale, AZ 85260</b>                           |  |  |  |
| TITLE                      | <b>D</b>                      | <input type="checkbox"/> DELETE            | 51 TITLE          |   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |  |  |
| NAME                       | <b>TAUREL, SIDNEY</b>         |  | 52 NAME           |   |  |  |  |
| STREET ADDRESS             | <b>LILLY CORPORATE CENTER</b> |  | 53 STREET ADDRESS |   |  |  |  |
| CITY-ST-ZIP                | <b>INDIANAPOLIS IN</b>        |  | 54 CITY-ST-ZIP    |   |  |  |  |
| TITLE                      |                               | <input type="checkbox"/> DELETE            | 61 TITLE          |   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |  |  |
| NAME                       |                               |  | 62 NAME           |   |  |  |  |
| STREET ADDRESS             |                               |  | 63 STREET ADDRESS |   |  |  |  |
| CITY-ST-ZIP                |                               |  | 64 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: *M. Mortham* Secretary *1-19-98*

CR2E034 (10/97)