

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

FILED
May 15 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 # **P07417** (9)
1. Corporation Name
BLUE CIRCLE INC.

Principal Place of Business TWO PARKWAY CENTER 1800 PARKWAY PLACE, SUITE 1200 MARIETTA GA 30067	Mailing Address TWO PARKWAY CENTER 1800 PARKWAY PLACE, SUITE 1200 MARIETTA GA 30067
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/16/1985	
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number 22-2452187		Applied For Not Applicable	
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24. Country	29. Country	30. Country		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 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. City		84. City	
85. Zip Code		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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GENTLES, GARY	1.2 NAME	
STREET ADDRESS	1800 PKWY PL, STE. 1200	1.3 STREET ADDRESS	
CITY- ST- ZIP	MARIETTA GA	1.4 CITY- ST- ZIP	
TITLE	VD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KEMPH, F.J.	2.2 NAME	
STREET ADDRESS	1800 PKWY PL, STE. 1200	2.3 STREET ADDRESS	
CITY- ST- ZIP	MARIETTA GA	2.4 CITY- ST- ZIP	
TITLE	VD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	EASTIN, L. RAYMOND	3.2 NAME	
STREET ADDRESS	1800 PKWY PL, STE. 1200	3.3 STREET ADDRESS	
CITY- ST- ZIP	MARIETTA GA	3.4 CITY- ST- ZIP	
TITLE	AS	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROEBUCK, JAMES W.	4.2 NAME	
STREET ADDRESS	1800 PKWY PL, STE. 1200	4.3 STREET ADDRESS	
CITY- ST- ZIP	MARIETTA GA	4.4 CITY- ST- ZIP	
TITLE	S	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCLENDON, PHIL	5.2 NAME	
STREET ADDRESS	1800 PKWY PL, STE. 1200	5.3 STREET ADDRESS	
CITY- ST- ZIP	MARIETTA GA	5.4 CITY- ST- ZIP	
TITLE	T	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STEPHENS, JANET E	6.2 NAME	
STREET ADDRESS	1800 PKY. PL. STE. #1200	6.3 STREET ADDRESS	
CITY- ST- ZIP	MARIETTA GA	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: *[Signature]* *[Signature]* *[Signature]* 4/20/98 6701423-4700

CR2E034 (10/97)