

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

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PROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P11689 (7)
1. Corporation Name
PERKINS MANAGEMENT COMPANY, INC.



Principal Place of Business 6075 POPLAR, SUITE 800 MEMPHIS TN 38119	Mailing Address 6075 POPLAR, SUITE 800 MEMPHIS TN 38119
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country 30
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3. Date Incorporated or Qualified 10/06/1986	3a. Date of Last Report 05/01/1995
4. FEI Number 62-1283096	Applied For 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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" 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	
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. Thereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE _____
Signature, typed or printed name of signor, firm, partnership and the applicant. (NOTE: Registered Agent signature required when Applicable)

12. OFFICERS AND DIRECTORS		ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, DONALD N	1.2 NAME	
STREET ADDRESS	6075 POPLAR AVE 800	1.3 STREET ADDRESS	
CITY-ST-ZIP	MEMPHIS TN	1.4 CITY-ST-ZIP	
TITLE	VP	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KELLY, MICHAEL D	2.2 NAME	
STREET ADDRESS	6075 POPLAR AVE, STE 800	2.3 STREET ADDRESS	
CITY-ST-ZIP	MEMPHIS TN	2.4 CITY-ST-ZIP	
TITLE	P	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ARRAS, RICHARD K	3.2 NAME	
STREET ADDRESS	6075 POPLAR AVE 800	3.3 STREET ADDRESS	
CITY-ST-ZIP	MEMPHIS TN	3.4 CITY-ST-ZIP	
TITLE	VP	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DONAHOE, MICHAEL P	4.2 NAME	
STREET ADDRESS	6075 POPLAR AVE 800	4.3 STREET ADDRESS	
CITY-ST-ZIP	MEMPHIS TN	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEDSINGER, CHARLES A. JR.	5.2 NAME	
STREET ADDRESS	1023 CHERRY RD	5.3 STREET ADDRESS	
CITY-ST-ZIP	MEMPHIS TN	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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:  **Michael P. Donahoe** 4/29/96 (901) 766-6400
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

'22-Mar-96

PERKINS MANAGEMENT COMPANY, INC.

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Directors

Donald N. Smith
517-40-8296

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Charles A. Ledsinger, Jr.
412-78-1892

1023 Cherry Road
Memphis, TN 38111

Steven L. Ezzes
041-38-2689

115 East Putnam Avenue
Greenwich, CT 06830

Lee N. Abrams
360-26-0553

190 South LaSalle Street
Chicago, IL 60603

Officers

Donald N. Smith
517-40-8296

Chairman and CEO

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Richard K. Arras
474-62-6631

President and COO

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Michael P. Donahoe
438-76-2439

Vice President, Accounting,
and Controller

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Kenneth L. Keymer
282-44-9001

Executive Vice President,
Operations

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Matthew J. Angello
174-52-6324

Vice President,
Human Resources

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Donald F. Wiseman
413-72-3795

Vice President, General
Counsel and Secretary

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Michael D. Kelly
376-46-3092

Executive Vice President,
Marketing

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Larry W. Browne
308-46-6735

Senior Vice-President,
Corporate Finance

6075 Poplar Ave., Suite 800
Memphis, TN 38119

James F. Barrasso
409-88-6898

Vice President,
Foodservice Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Jack W. Willingham
547-66-0759

Executive Vice President,
Corporate Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Anthony C. Seta
302-44-2295

Vice President,
Research and Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

G. Andrew Whiteley
500-74-4554

Assistant Secretary

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Laurie G. Golden
414-21-6385

Assistant Secretary

6075 Poplar Ave., Suite 800
Memphis, TN 38119