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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P16046**

1. Corporation Name
TRIVEST PLAN SPONSOR, INC.

Principal Place of Business
**2665 SOUTH BAYSHORE DR. SUITE 800
MIAMI FL 33133**

Mailing Address
**2665 SOUTH BAYSHORE DR. SUITE 800
MIAMI FL 33133**

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.
22 City & State
23 Zip Country
24

26 Suite, Apt. #, etc.
27 City & State
28 Zip Country
29 30

9. Name and Address of Current Registered Agent

**KLEIN, PETER W.
2665 SOUTH BAYSHORE DRIVE
SUITE 800
MIAMI FL 33133**

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL 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 re-stating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	CPD	[] DELETE
NAME	POWELL, EARL W	
STREET ADDRESS	2665 S. BAYSHORE DR., SUITE 800	
CITY-ST-ZIP	MIAMI FL	
TITLE	D/CDB	[] DELETE
NAME	GEORGE MD, PHILLIP T	
STREET ADDRESS	2665 S. BAYSHORE DR., SUITE 800	
CITY-ST-ZIP	MIAMI FL 33133	
TITLE	S	[] DELETE
NAME	KLEIN, PETER W.	
STREET ADDRESS	2665 S BAYSHORE DR, SUITE 800	
CITY-ST-ZIP	MIAMI FL 33133	
TITLE	VPT/C/CFO	[] DELETE
NAME	ANDERSON, BRYSON J.	
STREET ADDRESS	2665 S BAYSHORE DR, SUITE 800	
CITY-ST-ZIP	MIAMI FL	
TITLE	VP	[] DELETE
NAME	TEMPLETON, TROY D.	
STREET ADDRESS	2665 BAYSHORE DR STE 800	
CITY-ST-ZIP	MIAMI FL	
TITLE	AS	[] DELETE
NAME	KUFFNER, MARILYN D.	
STREET ADDRESS	2665 BAYSHORE DR STE 800	
CITY-ST-ZIP	MIAMI FL	

13.

11 TITLE	
12 NAME	
13 STREET ADDRESS	
14 CITY-ST-ZIP	
21 TITLE	
22 NAME	
23 STREET ADDRESS	
24 CITY-ST-ZIP	
31 TITLE	
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	
41 TITLE	
42 NAME	
43 STREET ADDRESS	
44 CITY-ST-ZIP	
51 TITLE	
52 NAME	
53 STREET ADDRESS	
54 CITY-ST-ZIP	
61 TITLE	
62 NAME	
63 STREET ADDRESS	
64 CITY-ST-ZIP	

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

[] Change [] Addition

600002819176--9
-03/26/99-01007-024
****150.00 ****150.00

[] Change [] Addition

[] Change [] Addition

[] Change [] Addition

[] Change [] Addition

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, with all other like empowered.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/12/99

305-858-2200

CR2E034 (11/98)

2

Trivest Group, Inc.

Directors, Officers Report

Trivest Plan Sponsor, Inc.

February 18, 1999

DIRECTORS

Phillip T. George, M.D. Director
Effective: May 27, 1987

Earl W. Powell Director
Effective: May 27, 1987

OFFICERS

Phillip T. George, M.D. Chairman of the Board
Effective: January 01, 1989

Earl W. Powell Chief Executive Officer
Effective: May 27, 1987

Effective: January 01, 1989
President

Peter W. Klein Secretary
Effective: May 27, 1987

B. Jay Anderson Vice President
Effective: January 01, 1996

Effective: July 31, 1989
Treasurer

Effective: January 01, 1996
Controller

Effective: January 01, 1996
Chief Financial Officer

Marilyn D. Kuffner Assistant Secretary
Effective: January 01, 1996

Troy D. Templeton Senior Vice President
Effective: March 07, 1996