

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

FILED
Apr 29 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 # **P24371** (7)
1. Corporation Name
BEVERLY SAVANA CAY MANOR, INC.

Principal Place of Business 5111 ROGERS AVENUE SUITE 40-A FORT SMITH AR 72919-0155 US	Mailing Address 5111 ROGERS AVENUE SUITE 40-A FORT SMITH AR 72919-0155 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified 05/17/1989	
4. FEI Number 95-4217381		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 CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
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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 NAME STREET ADDRESS CITY - ST - ZIP	DC BANKS, DAVID R 5111 ROGERS AVENUE, SUITE 40-A FT. SMITH AR <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DP MATHIES, WILLIAM A. 5111 ROGERS AVENUE SUITE 40-A FORT SMITH AR 72919-0155 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DV STEPHENS, BOBBY 5111 ROGERS AVENUE, SUITE 40-A FT. SMITH AR <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VPAS MACKENZIE, JOHN W. 5111 ROGERS AVENUE SUITE 40-A FORT SMITH AR 72919-0155 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DVC HENDRICKSON, BOYD 5111 ROGERS AVENUE, SUITE 40-A FT. SMITH AR <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	S POMMERVILLE, ROBERT W 5111 ROGERS AVENUE, SUITE 40-A FT. SMITH AR <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> 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 address.

SIGNATURE: John W. MacKenzie John M. MacKenzie April 8, 1998 501-452-6712

CR2E034 (10/97)

BEVERLY SAVANA CAY MANOR, INC.

OFFICERS AND DIRECTORS

Board of Directors

David R. Banks

Robert W. Pommerville

Boyd W. Hendrickson

Bobby W. Stephens

William A. Mathies

Scott M. Tabakin

Officers

David R. Banks
Chairman of the Board

Barry S. Ganley
Senior Vice President and Chief Information Officer

Boyd W. Hendrickson
Vice Chairman of the Board

James M. Griffith
Senior Vice President-Investor Relations and Corporate Communications

William A. Mathies
President and Chief Executive Officer

Neil Gulsvig
Senior Vice President-Operations

Robert W. Pommerville
Executive Vice President, General Counsel and Secretary

Jerry Halley
Senior Vice President-Operations

Bobby W. Stephens
Executive Vice President

Schuyler Hollingsworth, Jr.
Senior Vice President and Treasurer

Scott M. Tabakin
Executive Vice President and Chief Financial Officer

Carol C. Johansen
Senior Vice President-Human Resources

Eugene B. Clarke
Senior Vice President-Quality Management

Mark R. Mostow
Senior Vice President-Sales and Marketing

Donald L. Dotson
Senior Vice President-Labor and Employment

Philip W. Small
Senior Vice President

Patrice K. Acosta
Vice President-Risk Management

Pamela H. Daniels
Vice President, Controller and Chief
Accounting Officer

Adam R. Felde
Vice President-Technology Services

Norman R. Gould
Vice President-Business Applications

Jeff Hutton
Vice President-Reimbursement and Assistant
Secretary

Barry A. Khan
Vice President-Construction

Dwight C. Kouri
Vice President-Development

Frederic A. Maas
Vice President-Tax and Assistant Secretary

John C. Mabry
Vice President-Business Solutions

John W. MacKenzie
Vice President, Deputy General Counsel and
Assistant Secretary

David G. Merrell
Vice President-Financial Planning and
Controls

Peter Nyland
Vice President-Operations Development

Jo Ann Smith
Vice President and Deputy General Counsel
10969 Trade Center Dr., Suite 106
Rancho Cordova, CA 95670

Mary Tellis-Nayak
Vice President-Clinical Services

John E. Williams
Vice President-Finance

Craig Koff
Group Vice President
6801 Lakeworth Rd., #113
Lakeworth, FL 33463

Richard T. Mason
Group Vice President
3307 Clark Rd., #202
Sarasota, FL 34239

Tom Daniels
Assistant Secretary

Ron Gill
Assistant Secretary

Belinda Marcotte
Assistant Secretary

Christine Murray
Assistant Secretary

Holly A. Odom
Assistant Secretary

Greg Swartz
Assistant Secretary

***Address for all officers unless otherwise noted:**

5111 Rogers Ave., Suite 40-A
Ft. Smith, AR 72919-1000

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