

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

PROFIT
CORPORATION
ANNUAL REPORT
1999



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

FILED
Mar 02, 1999 8:00 am
Secretary of State

03-02-1999 90169 016 ***150.00

DOCUMENT # P27327

1. Corporation Name

MID-STATE HOLDINGS CORPORATION

Principal Place of Business

1500 NORTH DALE MABRY HIGHWAY
TAMPA FL 33607

Mailing Address

1500 NORTH DALE MABRY HIGHWAY
TAMPA FL 33607

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

12/15/1989

4. FEI Number

13-3429805

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible
Personal Property Tax.

Yes No

2. Principal Place of Business

21 Suite, Apt. #, etc.

23 City & State

24 Zip

Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

Tax Dept. 7-East

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

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 reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	DELETE
PD	HYATT, KENNETH E	1500 NORTH DALE MABRY HIGHWAY	TAMPA FL 33607	<input type="checkbox"/>
S	PORTER, EDWARD A	1500 NORTH DALE MABRY HIGHWAY	TAMPA FL 33607	<input type="checkbox"/>
VPT	HULT, FRANK A	1500 NORTH DALE MABRY HIGHWAY	TAMPA FL 33607	<input type="checkbox"/>
VD	MICHAEL, ROBERT W	1500 NORTH DALE MABRY HIGHWAY	TAMPA FL 33607	<input type="checkbox"/>
VCD	FJELSTUL, DEAN M	1500 NORTH DALE MABRY HIGHWAY	TAMPA FL 33607	<input type="checkbox"/>
AT	EISCH, CYNTHIA B	1500 NORTH DALE MABRY HIGHWAY	TAMPA FL 33607	<input type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP	Change	Addition
2.1 TITLE	2.2 NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
3.1 TITLE	3.2 NAME	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
4.1 TITLE	4.2 NAME	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
5.1 TITLE	5.2 NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>
6.1 TITLE	6.2 NAME	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP	<input type="checkbox"/>	<input type="checkbox"/>

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.

MID-STATE HOLDINGS CORPORATION

SIGNATURE: By [Signature] Asst. Treasurer 1/29/99

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

(813)871-4273

Telephone #

0387922

CR2E034 (1/98)

150629-90169-16
P27327

July 22, 1998

MID-STATE HOLDINGS CORPORATION

1500 North Dale Mabry Highway
Tampa, Florida 33607

(Subsidiary of Walter Industries, Inc.)

Employee Identification Number 13-3429805

DIRECTORS:

Dean M. Fjelstul
Kenneth E. Hyatt
Robert W. Michael

OFFICERS:

TITLE:

Kenneth E. Hyatt	President
Dean M. Fjelstul	Vice President and Controller
Frank A. Hult	Vice President and Treasurer
Robert W. Michael	Vice President
Edward A. Porter	Secretary
Mary C. Snow	Assistant Secretary
Cynthia B. Eisch	Assistant Treasurer
Stephen H. Foxworth	Assistant Treasurer

Incorporated in Delaware September 8, 1987.

Registered Agent: The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, DE 19801