

44-97 B-4051C
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Apr 04 1997 8:00am
Secretary of State

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| PROFIT CORPORATION ANNUAL REPORT 1997 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # P28209 (5)
1. Corporation Name
RESIDENTIAL SERVICES CORPORATION OF AMERICA

| | |
|--|---|
| Principal Place of Business 8000 MARYLAND AVE STE 1400 CLAYTON MO 63105 US | Mailing Address 5325 SPECTRUM DR PO BOX 4198 FREDERICK MD 21705-4198 US |
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|--|--|
| 2. Principal Place of Business 21 7470 E NEW TECHNOLOGY Suite, Apt #, etc Way City & State 23 FREDERICK, MD Zip 24 21703 Country 25 USA | 2a. Mailing Address 26 7470 E New Technology Suite, Apt #, etc P.O. Box 4198 City & State 28 FREDERICK, MD Zip 29 21705-4198 Country 30 |
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|---|---------------------------------------|
| 3. Date Incorporated or Qualified 02/21/1990 | 3a. Date of Last Report 04/24/1996 |
| 4. FEI Number 52-1618675 | 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. 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 | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|--------------------------|---|--|
| TITLE | DCOB | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | CAULFIELD, E. MICHAEL | 1.2 NAME | |
| STREET ADDRESS | 751 BROAD STREET | 1.3 STREET ADDRESS | |
| CITY- ST- ZIP | NEWARK NJ | 1.4 CITY- ST- ZIP | |
| TITLE | D | 2.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | TRABKA, GARY | 2.2 NAME | |
| STREET ADDRESS | 751 BROAD ST | 2.3 STREET ADDRESS | |
| CITY- ST- ZIP | NEWARK NJ | 2.4 CITY- ST- ZIP | |
| TITLE | PD | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MOSKOWITZ, MARVIN I. | 3.2 NAME | |
| STREET ADDRESS | 8000 MARYLAND AVE, #1400 | 3.3 STREET ADDRESS | |
| CITY- ST- ZIP | CLAYTON MO | 3.4 CITY- ST- ZIP | |
| TITLE | S | 4.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HALL, SHERRILL M. | 4.2 NAME | |
| STREET ADDRESS | 5325 SPECTRUM DR | 4.3 STREET ADDRESS | |
| CITY- ST- ZIP | FREDERICK MD | 4.4 CITY- ST- ZIP | |
| TITLE | V | 5.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | CRAIG, BARBARA L. | 5.2 NAME | |
| STREET ADDRESS | 5325 SPECTRUM DR. | 5.3 STREET ADDRESS | |
| CITY- ST- ZIP | FREDERICK MD | 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 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:

Sherill M. Hall
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

REQUIRE SHERRILL M. HALL

(301) 624-1707

Date

Daytime Phone #

CR2E034 (9/96)

RESIDENTIAL SERVICES CORPORATION OF AMERICA**LIST OF OFFICERS AND DIRECTORS****FEIN: 52-1618675****As of December 31, 1996**

| NAME AND HOME ADDRESS | TITLE | SOCIAL SECURITY # | DATE OF BIRTH | BUSINESS ADDRESS |
|--|--|------------------------------|--------------------------|--|
| Gary Trabka 495 Highland Avenue Upper Montclair, NJ 07043 | DIRECTOR | 048-40-8628 | 10/21/54 | 751 Broad Street Newark, NJ 07102 |
| William E. Schmidt 401 Heights Road Ridgewood, NJ 07450 | DIRECTOR | 186-42-3686 | 3/22/50 | 751 Broad Street Newark, NJ 07102 |
| C. Edward Chaplin 17 Ridge Road Summit, NJ 07901 | DIRECTOR | 137-56-7003 | 8/5/56 | 751 Broad Street Newark, NJ 07102 |
| Russell B. Mellott 8101 Ashford Court Frederick, MD 21702 | PRESIDENT, CEO & DIRECTOR | 217-58-4160 | 6/27/56 | 7470 E New Technology Way Frederick, MD 21703 |
| Lawrence B. Kiefer 316 Ashland Road Ashland, NJ 07901 | EXECUTIVE VICE PRESIDENT, SECRETARY, AND GENERAL COUNSEL | 141-36-4480 | 12/24/46 | 751 Broad Street Newark, NJ 07102-3777 |
| Daniel H. Rosen 12037 Winesap Terrace Gaithersburg, MD 20878 | TREASURER | 217-80-1478 | 6/8/60 | 7470 E New Technology Way Frederick, MD 21703 |
| Barbara L. Craig 307 Upper College Terrace Frederick, MD 21701 | VICE PRESIDENT | 372-62-8344 | 7/22/59 | 7470 E New Technology Way Frederick, MD 21703 |
| Sherrill M. Hall 7552 Elioak Terrace Gaithersburg, MD 20879 | ASSISTANT SECRETARY | 213-48-4190 | 10/29/56 | 7470 E New Technology Way Frederick, MD 21703 |
| John R. Critchfield 10313 Gretchen Nicol Court Woodstock, MD 21163 | VICE PRESIDENT AND CONTROLLI | 235-02-9831 | 7/23/63 | 7470 E New Technology Way Frederick, MD 21703 |