


SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999.
 AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED
Jul 26, 1999 8:00 am
Secretary of State

07-26-1999 90012 045 ***150.00

0117282

PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P30892
 1. Corporation Name
 PHYCOR OF WINTER HAVEN, INC.



Principal Place of Business: 30 BURTON HILLS BLVD SUITE 500 NASHVILLE TN 37215 US
 Mailing Address: 30 BURTON HILLS BLVD SUITE 500 NASHVILLE TN 37215 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business: 21
 Suite, Apt. #, etc.: 22 Suite 400
 City & State: 23
 Zip: 24 Country: 25
 2a. Mailing Address: 26
 Suite, Apt. #, etc.: 27 Suite 400
 City & State: 28
 Zip: 29 Country: 30

3. Date Incorporated or Qualified: 09/12/1990
 4. FEI Number: 62-1438144 Applied For: Not Applicable
 5. Certificate of Status Desired: \$8.75 Additional Fee Required
 6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
 8. This corporation owes the current year Intangible Personal Property: Yes No

9. Name and Address of Current Registered Agent
 CORPORATION SERVICE COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301

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 _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD HUTTS, JOSEPH C. <input type="checkbox"/> DELETE	1.1 TITLE	CEO/AS/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	30 BURTON HILLS BLVD,340 NASHVILLE TN	1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	VD REEVES, DERRIL W. <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	30 BURTON HILLS BLVD,340 NASHVILLE TN	2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	VD WRIGHT, RICHARD D. <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	30 BURTON HILLS BLVD,340 NASHVILLE TN	3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	SD DENT, THOMPSON S. <input type="checkbox"/> DELETE	4.1 TITLE	P/COO/AS/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	30 BURTON HILLS BLVD,340 NASHVILLE TN	4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	VT CRAWFORD, JOHN K <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	30 BURTON HILLS BLVD STE 340 NASHVILLE TN	5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	VP FOREHAND, CAROLYN N <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	30 BURTON HILLS BLVD SUITE 500 NASHVILLE TN	6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

see attached list.

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.

SIGNATURE: *Monte S. Frankenfield* Vice President, 7/8/99 (615) 665-9066

CR2E034 (5/99)

July 7, 1999

Florida Department of State
Annual Reports Filings
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

RE: Document # P30892
PhyCor of Winter Haven, Inc.

Dear Processing Agent:

As instructed in a phone conversation today with your office, I am enclosing the 1999 Corporate Annual Report and regular filing fee of \$150.00 for PhyCor of Winter Haven, Inc. since I did not receive notice of this report for this pre-existing entity prior to the second notice.

PhyCor, Inc. did receive and complete reports earlier in the year for two new entities. However, due to the number of clinics that we manage, we are unable to have pre-knowledge of which annual reports are due at what time without notification. Therefore, please accept the enclosed report and filing fee.

Please call me if you have questions or need further clarification at (615) 665-8164.

Sincerely,



Marlene K. Bartikoski
Tax Analyst

Mkb

Enclosure

PHYCOR OF WINTER HAVEN, INC.

595489-90012-45
P30892

Directors:

Thompson S. Dent
Joseph C. Hutts
Derril W. Reeves

Officers:

Joseph C. Hutts	Chairman of the Board, Chief Executive Officer and Assistant Secretary
Derril W. Reeves	Vice Chairman, Executive Vice President and Assistant Secretary
Thompson S. Dent	President, Chief Operating Officer and Assistant Secretary
John K. Crawford	Executive Vice President, Chief Financial Officer and Assistant Secretary
Monte S. Frankenfield	Vice President and Assistant Secretary
N. Carolyn Forehand	Vice President, General Counsel and Secretary
Sam C. Bills, Jr.	Vice President and Assistant Secretary
Fred Ewing	Senior Vice President, Operations and Assistant Secretary
Brandon Dyson	Vice President and Assistant Secretary
Jon M. Sundock	Vice President and Assistant Secretary
R. Douglas Mefford	Vice President and Assistant Secretary

The business address for the above officers and directors is:

**30 Burton Hills Boulevard, Suite 400
Nashville, TN 37215**