

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
Feb 24 1997 8:00am
Secretary of State

DOCUMENT # P32295 (8)

1. Corporation Name
FIRST IMAGE MANAGEMENT CORPORATION

Principal Place of Business

5680 NEW NORTHSIDE DIVE
SUITE 1400
ATLANTA GA 30328
US

Mailing Address

5680 NEW NORTHSIDE DRIVE
SUITE 1400
ATLANTA GA 30328-5800
US

3. Date Incorporated or Qualified
12/27/1990

3a. Date of Last Report
04/12/1996

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

30 Country

4. FEI Number

58-1107864

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 has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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

PD
THOMAS, PATRICK H.
3 CORPORATE SQUARE, #700
ATLANTA GA

TITLE NAME STREET ADDRESS CITY - ST - ZIP

VT
TARLTON, PITTARD
3 CORPORATE SQUARE, #700
ATLANTA GA

TITLE NAME STREET ADDRESS CITY - ST - ZIP

VS
HUTTO, RANDOLPH L.
3 CORPORATE SQUARE, #700
ATLANTA GA

TITLE NAME STREET ADDRESS CITY - ST - ZIP

C
MCAFFEE, DWAYNE
3 CORPORATE SQUARE, SUITE 400
ATLANTA GA

TITLE NAME STREET ADDRESS CITY - ST - ZIP

VPC
BARNETT, GREG
3 CORPORATE SQUARE, SUITE 400
ATLANTA GA

TITLE NAME STREET ADDRESS CITY - ST - ZIP

VPS
PARKER, LOUIS C. III
3 CORPORATE SQUARE, #700
ATLANTA GA

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY - ST - ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY - ST - ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY - ST - ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY - ST - ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY - ST - ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY - ST - ZIP

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

0012040

CR2E034 (9/96)

11/25/96

OFFICER AND DIRECTORS

First Image Management Corporation

<u>Directors</u>	<u>Title</u>
David P. Bailis	Director
Robert J. Levenson	Director

<u>Officers</u>	<u>Title</u>
David P. Bailis	Secretary
Jerry P. Dembowski	Assistant Secretary
Rosemary T. Gallagher	Assistant Secretary
Randolph L.M. Hutto	Vice President & Assistant Secretary
Kevin Jones	Vice President
Steven C. Preston	Treasurer
Thomas A. Rossi	Assistant Secretary
Bernard Rothman	Assistant Treasurer
David L. Schlapbach	Assistant Secretary
Gary L. Schmidt	Assistant Treasurer
Patricia A. Winchell	Assistant Secretary
Mark E. Young	Assistant Treasurer

Address(es) for Bernard Rothman

<u>Business Address</u>	<u>Residence Address</u>
5660 New Northside Drive, Suite 1400 Atlanta, GA 30328	4502 Tucker Street Omaha, NE 68152

Address(es) for David L. Schlapbach

<u>Business Address</u>	<u>Residence Address</u>
5660 New Northside Drive, Suite 1400 Atlanta, GA 30328	1403 Glenridge Stratford Drive Atlanta, GA 30342

Address(es) for David P. Bailis

<u>Business Address</u>	<u>Residence Address</u>
2121 N. 117th Ave. NP-30 Omaha, NE 68164	13824 Charles Street Omaha, NE 68154

Address(es) for Gary L. Schmidt

<u>Business Address</u>	<u>Residence Address</u>
5660 New Northside Drive, Suite 1400 Atlanta, GA 30328	8760 Glen Ferry Drive Alpharetta, GA 30202

Address(es) for Jerry P. Dembowski

<u>Business Address</u>	<u>Residence Address</u>
5660 New Northside Drive, Suite 1400 Atlanta, GA 30328	902 Fieldstone Way Woodstock, GA 30189

11/25/96

OFFICER AND DIRECTORS

Address(es) for Kevin Jones

Business Address

10825 Old Mill Road
Omaha, NE 68154

Residence Address

11309 Seward Plaza, Apt 1517
Omaha, NE 68154

Address(es) for Mark E. Young

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

120 Reston Court
Fayetteville, GA 30214

Address(es) for Patricia A. Winchell

Business Address

2121 N. 117th Avenue NP-30
Omaha, NE 68164

Residence Address

101 South 93rd Avenue
Omaha, NE 68114

Address(es) for Robert J. Levenson

Business Address

401 Hackensack Avenue, 7th Floor
Hackensack, NJ 07601

Residence Address

39 Hawthorne Road
Essex Fells, NJ 07021

Address(es) for Randolph L.M. Hutto

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

3609 Kingsboro Road NE
Atlanta, GA 30319

Address(es) for Rosemary T. Gallagher

Business Address

6200 South Quebec Street
Englewood, CO 80111

Residence Address

4900 South Ulster Street, Apt 9-102
Denver, CO 80237

Address(es) for Steven C. Preston

Business Address

5660 New Northside Drive, Suite 1400
Atlanta, GA 30328

Residence Address

4010 Inverness Crossing
Roswell, GA 30075

Address(es) for Thomas A. Rossi

Business Address

2121 N. 117th Avenue NP-30
Omaha, NE 68164

Residence Address

5204 Jones Street
Omaha, NE 68106