

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

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PROFIT CORPORATION ANNUAL REPORT 1998



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

FILED

98 MAY 26 PM 1:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P33362 (5)
1. Corporation Name
LOEWEN GROUP INTERNATIONAL, INC.



Principal Place of Business: 4126 NORLAND AVENUE, BURNABY, B.C., CANADA V5G 4
Mailing Address: 4126 NORLAND AVENUE, BURNABY, B.C., CANADA V5G 4

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 3190 Tremont Avenue		26 Suite, Apt. #, etc.		03/29/1991	
22 Suite, Apt. #, etc.		27 City & State		4. FEI Number	
23 Treose, Pennsylvania		28 City & State		52-1522627	
24 19053 USA		29 Zip Country		5. Certificate of Status Desired <input checked="" type="checkbox"/> X \$8.75 Additional Fee Required	
25 USA		30 Zip Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
g. Name and Address of Current Registered Agent		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			

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

81 Name	10. Name and Address of New Registered Agent
82 Street Address (P.O. Box Number is Not Acceptable)	
83	80002537008-3 -05/27/98--01085--015
84 City	***\$67.50 ***\$67.50 FL

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	D <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	LOEWEN, RAYMOND	1.2 NAME	PLEASE SEE ATTACHED LIST FOR COMPLETE LISTING OF DIRECTORS AND OFFICERS	
STREET ADDRESS	4126 NORLAND AVE	1.3 STREET ADDRESS		
CITY-ST-ZIP	BURNABY, BC, CANADA	1.4 CITY-ST-ZIP		
TITLE	D <input checked="" type="checkbox"/> DELETE	2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WEINKE, ROBERT O.	2.2 NAME		
STREET ADDRESS	800 - 50 EAST RIVERCENTER BLVD	2.3 STREET ADDRESS		
CITY-ST-ZIP	COVINGTON KY	2.4 CITY-ST-ZIP		
TITLE	DVP <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	WATSON, A.M. BRUCE	3.2 NAME		
STREET ADDRESS	800 - 50 EAST RIVERCENTER BLVD	3.3 STREET ADDRESS		
CITY-ST-ZIP	COVINGTON KY	3.4 CITY-ST-ZIP		
TITLE	DAS <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	HYNDMAN, PETER S.	4.2 NAME		
STREET ADDRESS	4126 NORLAND AVE	4.3 STREET ADDRESS		
CITY-ST-ZIP	BURNABY, BC, CANADA	4.4 CITY-ST-ZIP		
TITLE	DP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	HOGENKAMP, TIMOTHY	5.2 NAME		
STREET ADDRESS	800 - 50 EAST RIVERCENTER BLVD	5.3 STREET ADDRESS		
CITY-ST-ZIP	COVINGTON KY	5.4 CITY-ST-ZIP		
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	SCHWEER, MICHAEL	6.2 NAME		
STREET ADDRESS	4126 NORLAND AVE	6.3 STREET ADDRESS		
CITY-ST-ZIP	BURNABY, BC, CANADA	6.4 CITY-ST-ZIP		

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 _____ Dwight K. Hawes Vice-President Finance May 22 1998

CR2E034 (10/97)

2

LOEWEN GROUP INTERNATIONAL, INC.

DIRECTORS

George M. Amato	4145 - 58th Street 2nd Floor Woodside Queens, NY 11377
J.C. (Buddy) Carothers, Jr.	312 West Second Avenue Gastonia, NC 28052
H. Steven Childress	821 Hunters Hill Trace Old Hickory, TN 37138
Edward J. Fitzgerald	205 Trout Road Old Hot Springs Landing Elephant Butte, NM 87935
Honorine T. Flanagan	69855 East Ramon Road Cathedral City, CA 92234
Thomas F. Glodek	230 - 13th Avenue N.E. Minneapolis, MN 55413
Dr. Earl Grollman	79 Country Club Lane Belmont, MA 02178
Timothy R. Hogenkamp	800 - 50 East RiverCenter Blvd. Covington, KY 41011
Mary M. Howard	2052 Howard Road Camarillo, CA 93012
Peter S. Hyndman	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Albert S. Lineberry, Jr.	515 North Elm Street Greensboro, NC 27401
Raymond L. Loewen	4126 Norland Avenue Burnaby, B.C. V5G 3S8
John E. Malletta, Sr.	224 West Spruce Street Missoula, MT 59802

3

Lawrence Miller	3190 Tremont Avenue Trevose, PA 19053
David F. Riemann	1718 - 25th Avenue Gulfport, MS 39501
Robert D. Russell	200 North Federal Highway Pompano Beach, FL 33062
Bill Seale	3101 College Avenue Snyder, TX 79549
Michael L. Schweer	800 - 50 East RiverCenter Blvd. Covington, KY 41011
F. Andrew Scott	4126 Norland Avenue Burnaby, B.C., V5G 3S8
William R. Shane	3190 Tremont Avenue Trevose, PA 19053
David J. Shipper	3190 Tremont Avenue Trevose, PA 19053
Sandra C. Strong	205 Trout Road Old Hot Springs Landing Elephant Butte, NM 87935
Robert L. Studley	160 West Main Street Hyannis, MA 02601
Paul Wagler	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Michael G. Weedon	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Robert A. Weinstein	355 West Dundee Road Suite 202 Buffalo Grove, IL 60089-3545
John R. Wright	350 High at North West Street Jackson, MS 39205

4

OFFICERS

Raymond L. Loewen	Chief Executive Officer	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Michael G. Weedon	Executive Vice-President, and Chief Administrative Officer	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Timothy R. Hogenkamp	Chairman of the Board	800 - 50 East RiverCenter Blvd. Covington, KY 41011
Lawrence Miller	Executive Vice-President, Operations	3190 Tremont Avenue Trevose, PA 19053
Paul Wagler	Senior Vice-President, Finance and Chief Financial Officer	4126 Norland Avenue Burnaby, B.C., V5G 3S8
Wm. Grant Ballantyne	Senior Vice-President, Financial Control and Administration	4216 Norland Avenue Burnaby, B.C. V5G 3S8
Bradley D. Stam	Senior Vice-President, Law	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Peter S. Hyndman	Vice-President, Law and Corporate Secretary	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Randall M. Walters	U.S. General Counsel	800 - 50 East RiverCenter Blvd. Covington, KY 41011
George M. Amato	Regional President, Operations, North East Region	4145 - 58th Street 2nd Floor Woodside, Queens, NY 11377
Jeffrey L. Cashner	Regional President, Operations, South Coast Region	801 Teas Road Conroe, TX 77303
F. Duane Schaefer	Regional President, Operations South Central Region	4801 Woodway Suite 375W Houston, TX 77056
Michael L. Stache	Regional President, North Central Region	10125 West Laraway Road Frankfurt, IL 60423

5

Harry C.B. Rath	Vice-President, Operations, Eastern Canada Region	2704 Yonge Street Toronto, Ontario M4N 2H7
Peter A. Wiesner	Vice-President, Operation, Western Canada Region	1271 - 103rd Street North Battleford, Saskatchewan S9A 1K7
William R. Shane	Senior Vice-President, Advisor	3190 Tremont Avenue Trevose, PA 19053
Clark Cotner	Vice-President, Sales, Western Canada Region	14831 28th Avenue Surrey, B.C. V4P 1P3
Donald F. Delaney	Vice-President, Corporate Controller	2400 - 4710 Kingsway Burnaby, B.C., V5H 4M2
John T. Dickson, III	Vice-President, Funeral Home Operations, West Region	5290 Wild Horse Valley Road Napa, CA 94558
Alan Fisher	Vice-President, Maintenance & Construction	3190 Tremont Avenue Trevose, PA 19053
J.P. Gabillé	Vice-President, Corporate Development	4126 Norland Avenue Burnaby, B.C. V6G 3S8
Peter Gray	Vice-President, Finance - Operations, Cemeteries	3190 Tremont Avenue Trevose, PA 19053
Thomas C. Hardy	President, Chief Executive Office, Life Insurance Group	2240 Magazine Street New Orleans, LA 70130
Dwight K. Hawes	Vice-President, Finance	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Brent W. Karila	Vice-President, Operations Controller	2300 - 4710 Kingsway Burnaby, B.C., V5H 4M2

(b)

Malcolm P. Kerr	Vice-President, Cemetery Operations, North East Region	3827 Roswell Road Suite C-200 Marrietta, GA 30062
Douglas I. Kinzer	Vice-President, Cemetery Operations, South East Region	160 - 1895 West Commercial Blvd. Fort Lauderdale, FL 33309
David A. Laundry	Vice-President, Corporate Communications	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Kenneth E. Lee, Jr.	Vice-President, Combination Operations and Alternative Funerals	3190 Tremont Avenue Trevose, PA 19053
Sonny Levitt	Vice-President, Funeral Home Operations, South Florida	18840 West Dixie Highway North Miami Beach, FL 33180
J.C. Ogier Mathewes	Vice-President, Corporate Development	3190 Tremont Avenue Trevose, PA 19053
Donald W. Matthews	Vice-President, Cemetery Operations, West Region	639 Isbell Road Suite 390 Reno, NV 85909
Herbert A. (Buddy) Mayes	Vice-President, Funeral Home Operations, South Central Region	4801 Woodway Suite 375W Houston, TX 77056
Frank Milles	Vice-President, Administration, Cemeteries	3190 Tremont Avenue Trevose, PA 19053
Daniel N. Nakagawa	Chief Executive Officer and Senior Vice-President, Life Insurance Group	2240 Magazine Street New Orleans, LA 70346
Jeffrey Rathjen	Vice-President, Cemetery Operations, North Central Region	1500 Highway 310 Manitowoc, WI, 54220
Ronald P. Robertson	Vice-President, Sales	3190 Tremont Avenue Trevose, PA 19053
Gregory K. Rollings	Vice-President, Funeral Home Operations, South Coast Region	681 North Avenue Jonesboro, GA 30236

7

Roger C. Ryan	Vice-President, Taxation	4126 Norland Avenue Burnaby, B.C. V5G 3S8
Michael L. Schweer	Vice-President, Funeral Home Operations, North Central Region	800 - 50 East RiverCenter Blvd. Covington, KY 41011
Aaron Shipper	Vice-President, Marketing, Cemeteries	3190 Tremont Avenue Trevose, PA 41011
David J. Shipper	Vice-President, Corporate Development	3190 Tremont Avenue Trevose, PA 41011
Gregg A. Strom	Vice-President, Cemeteries	3190 Tremont Avenue Trevose, PA
