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PROFIT CORPORATION ANNUAL REPORT 1999



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

FILED 20 APR 27 PM 2:24 SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT # P38274

1. Corporation Name CATALINA MARKETING CORPORATION

Principal Place of Business % ACCTS. PAYABLE 11300 9TH STREET NORTH ST. PETERSBURG FL 33716-2329

Mailing Address C/O TAX DEPT. 11300 9TH STREET NORTH ST. PETERSBURG FL 33716-2329 US



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 04/10/1992
4. FEI Number 33-0499007
5. Certificate of Status Desired
6. Election Campaign Financing Trust Fund Contribution
8. This corporation owes the current year Intangible Personal Property Tax
10. Name and Address of New Registered Agent

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

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324
81 Name
82 Street Address
83
84 City Tallahassee FL 85 Zip Code 32301

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 W. Edward Harris Asst. Sec. 4/27/99

Table with 2 columns: Officers and Directors (12) and Additions/Changes to Officers and Directors in 12 (13). Rows include names like Tommy D Greer, George W Off, Philip Livingston, Patrick Collins, Stephen I D'Agostino, and Thomas G Mendell.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
Granger Dean
11300 9th St North
St Petersburg FL
700002859297-3
-04/30/99-01137-005
****150.00 ****150.00
AS Breeze, W. Jeffrey
11300 9th St N
St. Petersburg, FL 33716

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), 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 on Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: W. Jeffrey Breeze 4/26/99 727-519-5000

CR2E034 (11/98)