

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

FILED
Apr 29 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P38882 (7)
1. Corporation Name
AGCA, INC.

Principal Place of Business 3 FRIENDS LANE, SUITE 200 NEWTON PA 18940-3427 US	Mailing Address 400 OYSTER POINT BOULEVARD SUITE 306 SOUTH SAN FRANCISCO CA 94080 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 3414 PEACHTREE RD, NE 27 SUITE 1400 28 ATLANTA GA 29 30326 30 US		3. Date Incorporated or Qualified 05/20/1992	
				4. FEI Number 23-2204318	
				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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent C T 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	
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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	DS CUMMINGS, ANDREW M. ONE MAYNARD DR PARK RIDGE NJ	1.1 TITLE	P SURLES, RICHARD C. ONE MAYNARD DRIVE PARK RIDGE NJ 07656
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY - ST - ZIP		1.4 CITY - ST - ZIP	
TITLE	DVT HALPER, ARTHUR H. 1 MAYNARD DR. PARK RIDGE NJ	2.1 TITLE	DVT SANFORD, CHARLOTTE A. 3414 PEACHTREE RD, NE, STE 1400 ATLANTA GA 30326
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY - ST - ZIP		2.4 CITY - ST - ZIP	
TITLE	DVS LENAHAN, MICHAEL G ONE MAYNARD DR PARK RIDGE NJ	3.1 TITLE	S CUMMINGS, ANDREW M. ONE MAYNARD DRIVE PARK RIDGE NJ 07656
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE	DV SURLES, RICHARD C ONE MAYNARD DR PARK RIDGE NJ	4.1 TITLE	D/AS BEDENBAUGH, JAMES R. 3414 PEACHTREE RD, NE ATLANTA GA 30326
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY - ST - ZIP		4.4 CITY - ST - ZIP	
TITLE	DC WAXMAN, ALBERT S., PH.D. ONE MAYNARD DR PARK RIDGE NJ	5.1 TITLE	D FUZZELL, CHERIE 3414 PEACHTREE RD, NE, STE 1400 ATLANTA GA 30326
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	V LAZAROFF, DENNIS J 13736 RIVERPORT DR, SUITE 400 MARYLAND HEIGHTS MO	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		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 in an attachment with an address.

SIGNATURE: _____
CHARLOTTE A. SANFORD
VICE PRESIDENT 4/9/98 (404) 814-9200

CR2E034 (10/97)

AGCA, Inc.

ADDITIONAL OFFICERS

Edward J. Christie Senior Vice President Mid-Atlantic Region

Business: 3 Friends Lane, Suite 200, Newtown, PA 18940

Wayne E. Feest Senior Vice President Central Region

Business: 3850 Priority Way South Drive, Suite 200, Indianapolis, IN 46250

Joel Kostin Senior Vice President Southeast Region

Business: 3000 Aerial Center Parkway, Suite 120, Morrisville, NC 27560

Stephen N. Lawrence Senior Vice President Northeast Region

Business: One Maynard Drive, Park Ridge, NJ 07656

Lisa M. Suennen Senior Vice President Pacific Region

Business: 400 Oyster Point Boulevard, Suite 306, So. San Francisco, CA 94080

Jim Van Halderen Senior Vice President Western Region

Business: One Maynard Drive, Park Ridge, NJ 07656

Dennis P. Moody Vice President

Business: 13736 Riverport Drive, Suite 400, Maryland Heights, MO 63043

Michelle H. Ancosky Assistant Secretary

Business: 3414 Peachtree Road, NE, Suite 1400, Atlanta, GA 30326

Marian Lang Assistant Secretary

Business: 3414 Peachtree Road, NE, Suite 1400, Atlanta, GA 30326