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Mar 18 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # P92000009441 (6)
1. Corporation Name
BRIGHT HORIZONS, INC.

Principal Place of Business
5624 CAGLE ROAD
JACKSONVILLE FL 32216

Mailing Address
5624 CAGLE ROAD
JACKSONVILLE FL 32216-5911

2. Principal Place of Business
21 10166 Golf Club Dr
Suite, Apt. #, etc. 26 10166 Golf Club Dr
City & State 27 Jax, Fl. 32256
22 Jax, Fl.
City & State 28
23 32256
Zip 29
Country 30 Duval

9. Name and Address of Current Registered Agent
RUMPH, J O
3100 UNIVERSITY BLVD. SOUTH
SUITE 101
JACKSONVILLE FL 32216

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 607.050(1) and 607.19(5), 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 provisions of Sections 607.050(1), Florida Statutes.

SIGNATURE _____ (Signature of registered agent or person authorized to accept for filing) (Signature of registered agent or person authorized to accept for filing) (Signature of registered agent or person authorized to accept for filing)

12. OFFICERS AND DIRECTORS

TITLE	D	DATE
NAME	GANDHI, BHIKHU R	
STREET ADDRESS	123 STORRS ROAD	
CITY-ST-ZIP	MANFIELD CENTER CT 06250	
TITLE	D	DATE
NAME	SULLIVAN, THOMAS H	
STREET ADDRESS	10166 GOLF CLUB DR	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE		DATE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		DATE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		DATE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

14 TITLE	15 NAME	16 DATE	17 CHANGE	18 ADDITION
19 TITLE	20 NAME	21 DATE	22 CHANGE	23 ADDITION
24 TITLE	25 NAME	26 DATE	27 CHANGE	28 ADDITION
29 TITLE	30 NAME	31 DATE	32 CHANGE	33 ADDITION
34 TITLE	35 NAME	36 DATE	37 CHANGE	38 ADDITION
39 TITLE	40 NAME	41 DATE	42 CHANGE	43 ADDITION
44 TITLE	45 NAME	46 DATE	47 CHANGE	48 ADDITION
49 TITLE	50 NAME	51 DATE	52 CHANGE	53 ADDITION
54 TITLE	55 NAME	56 DATE	57 CHANGE	58 ADDITION
59 TITLE	60 NAME	61 DATE	62 CHANGE	63 ADDITION
64 TITLE	65 NAME	66 DATE	67 CHANGE	68 ADDITION
69 TITLE	70 NAME	71 DATE	72 CHANGE	73 ADDITION
74 TITLE	75 NAME	76 DATE	77 CHANGE	78 ADDITION
79 TITLE	80 NAME	81 DATE	82 CHANGE	83 ADDITION
84 TITLE	85 NAME	86 DATE	87 CHANGE	88 ADDITION
89 TITLE	90 NAME	91 DATE	92 CHANGE	93 ADDITION
94 TITLE	95 NAME	96 DATE	97 CHANGE	98 ADDITION
99 TITLE	100 NAME	101 DATE	102 CHANGE	103 ADDITION

14. I do hereby certify that the information applicable to this filing does not qualify for the exemption stated in Section 119.07(3)(c), Florida Statutes. I further certify that the information indicated on this annual report or statement of change of report is true and accurate and that my signature shall have the same legal effect as if made under oath. I am an officer or director of the corporation or the registered agent or person authorized to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13. If the agent or officer is authorized to execute this report, my name shall be in Block 13.

SIGNATURE: _____

3-12-97 904-642-0396

CR2E034 (9/95)