

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

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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 # P94000001975 (9)

1. Corporation Name
PROPSYCH, INC.

Principal Place of Business
701 ENTERPRISE RD E.
#910
SAFETY HARBOR FL 34695
US

Mailing Address
400 OYSTER POINT BLVD., SUITE 306
ATTN: PENNY BLENSDORF
SOUTH SAN FRANCISCO CA 94080



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		01/10/1994	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27		59-3220162	
City & State		City & State		Applied For	
23		28		Not Applicable	
Zip		Zip		5. Certificate of Status Desired	
24		29		8.75 Additional Fee Required	
Country		Country		6. Election Campaign Financing	
25		30		Trust Fund Contribution	
30326		US		7.50 May Be Added to Fees	
				8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30.	
				Yes No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD SUITE 305 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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
1.1 TITLE				1.1 TITLE			
NAME				NAME			
STREET ADDRESS				STREET ADDRESS			
CITY-ST-ZIP				CITY-ST-ZIP			
D HALPER, ARTHUR H				DIVIT			
ONE MAYNARD DRIVE				SANFORD CHARLOTTE A.			
PARK RIDGE NJ 07656				3414 PEACHTREE RD, NE, STE 1400			
D				ATLANTA, GA 30326			
SURLES, RICHARD C				EVP			
ONE MAYNARD DRIVE				SURLES, RICHARD C.			
PARK RIDGE NJ 07656				ONE MAYNARD DRIVE			
D				PARK RIDGE, NJ 07656			
WAXMAN, ALBERT S				D/AS			
ONE MAYNARD DRIVE				BEDENBAUGH, JAMES R.			
PARK RIDGE NJ 07656				3414 PEACHTREE RD, NE, STE 1400			
D				ATLANTA GA 30326			
WAXMAN, ALBERT S				FUZZELL, CHELIE			
ONE MAYNARD DRIVE				3414 PEACHTREE RD, NE, STE 1400			
PARK RIDGE NJ 07656				ATLANTA GA 30326			
P				D			
KIRK, ROBIN F				FUZZELL, CHELIE			
SUITE 212, 209 10TH AVENUE SOUTH				3414 PEACHTREE RD, NE, STE 1400			
NASHVILLE TN 37203				ATLANTA GA 30326			
CEO				D			
STONE, DAVID B				FUZZELL, CHELIE			
ONE MAYNARD DRIVE				3414 PEACHTREE RD, NE, STE 1400			
PARK RIDGE NJ 37656				ATLANTA GA 30326			

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 _____ CARLOTTE A. SANFORD
VICE PRESIDENT 4/9/98 (401)814-9200

CR2E034 (10/97)

PROPSYCH, INC.

ADDITIONAL OFFICERS

Ronald D. Geraty **Executive Vice President**
Business: One Maynard Drive, Park Ridge, NJ 07656

Richard C. Surles **Executive Vice President**
Business: One Maynard Drive, Park Ridge, NJ 07656

James E. Foos **Senior Vice President**
Business:

Joel Kostin **Senior Vice President Southeast Region**
Business: 3000 Aerial Center Parkway, Suite 120, Morrisville, NC 27560

Lisa M. Suennen **Senior Vice President**
Business: 400 Oyster Point Boulevard, Suite 306, So. San Francisco, CA 94080

Dennis J. Lazaroff **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