

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

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**May 15 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 # P94000024628 (7)**

**1. Corporation Name  
SCA-FLORIDA HOLDINGS (I) INCORPORATED**



**Principal Place of Business Mailing Address  
6 PIEDMONT CENTER SUITE 600 ATLANTA GA 30305 US  
7777 MARKET CENTER AVE. EL PASO TX 79912-8411 US**

**3. Date Incorporated or Qualified 03/28/1994 3a. Date of Last Report 04/24/1996**  
**4. FEI Number 74-2718476 Applied For Not Applicable**  
**5. Certificate of Status Desired \$8.75 Additional Fee Required**  
**6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees**  
**8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No**

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

**9. Name and Address of Current Registered Agent**

**10. Name and Address of New Registered Agent**

**THE PRENTICE HALL CORPORATION SYSTEM, INC.  
1201 HAYS ST.  
SUITE 105  
TALLAHASSEE FL 32301**

**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**

|                       |                                     |  |
|-----------------------|-------------------------------------|--|
| <b>TITLE</b>          | <b>DC</b>                           | <input type="checkbox"/> DELETE            |
| <b>NAME</b>           | <b>POTTS, JAMES C.</b>              |  |
| <b>STREET ADDRESS</b> | <b>6 PIEDMONT CENTER, SUITE 600</b> |  |
| <b>CITY-ST-ZIP</b>    | <b>ATLANTA GA</b>                   |  |
| <b>TITLE</b>          | <b>S</b>                            | <input checked="" type="checkbox"/> DELETE |
| <b>NAME</b>           | <b>GALLAGHER, LEANNE L</b>          |  |
| <b>STREET ADDRESS</b> | <b>125 LINCOLN AVE.</b>             |  |
| <b>CITY-ST-ZIP</b>    | <b>SANTA FE NM</b>                  |  |
| <b>TITLE</b>          | <b>C</b>                            | <input type="checkbox"/> DELETE            |
| <b>NAME</b>           | <b>MOORE, CONSTANCE B.</b>          |  |
| <b>STREET ADDRESS</b> | <b>6 PIEDMONT CENTER, SUITE 600</b> |  |
| <b>CITY-ST-ZIP</b>    | <b>ATLANTA GA</b>                   |  |
| <b>TITLE</b>          | <b>M</b>                            | <input checked="" type="checkbox"/> DELETE |
| <b>NAME</b>           | <b>DRESSLER, JR. DAVID C.</b>       |  |
| <b>STREET ADDRESS</b> | <b>125 LINCOLN AVE</b>              |  |
| <b>CITY-ST-ZIP</b>    | <b>SANTA FE NM</b>                  |  |
| <b>TITLE</b>          |                                     | <input type="checkbox"/> DELETE            |
| <b>NAME</b>           |                                     |  |
| <b>STREET ADDRESS</b> |                                     |  |
| <b>CITY-ST-ZIP</b>    |                                     |  |
| <b>TITLE</b>          |                                     | <input type="checkbox"/> DELETE            |
| <b>NAME</b>           |                                     |  |
| <b>STREET ADDRESS</b> |                                     |  |
| <b>CITY-ST-ZIP</b>    |                                     |  |

**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

|                           |  |  |
|---------------------------|--|--|
| <b>1.1 TITLE</b>          | <b>D / C</b>                           | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>1.2 NAME</b>           | <b>Potts, James C.</b>                 |  |
| <b>1.3 STREET ADDRESS</b> | <b>Six Piedmont Center, Suite 600</b>  |  |
| <b>1.4 CITY-ST-ZIP</b>    | <b>Atlanta, GA 30305</b>               |  |
| <b>2.1 TITLE</b>          | <b>D</b>                               | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| <b>2.2 NAME</b>           | <b>Holmes, Ned S.</b>                  |  |
| <b>2.3 STREET ADDRESS</b> | <b>55 Waugh Park Drive, Suite 1111</b> |  |
| <b>2.4 CITY-ST-ZIP</b>    | <b>Houston, TX 77007</b>               |  |
| <b>3.1 TITLE</b>          | <b>D / C / P</b>                       | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| <b>3.2 NAME</b>           | <b>Moore, Constance B.</b>             |  |
| <b>3.3 STREET ADDRESS</b> | <b>Six Piedmont Center, Suite 600</b>  |  |
| <b>3.4 CITY-ST-ZIP</b>    | <b>Atlanta, GA 30305</b>               |  |
| <b>4.1 TITLE</b>          | <b>Senior V</b>                        | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| <b>4.2 NAME</b>           | <b>Freeman, J. Lindsay</b>             |  |
| <b>4.3 STREET ADDRESS</b> | <b>Six Piedmont Center, Suite 600</b>  |  |
| <b>4.4 CITY-ST-ZIP</b>    | <b>Atlanta, GA 30305</b>               |  |
| <b>5.1 TITLE</b>          | <b>Senior V</b>                        | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| <b>5.2 NAME</b>           | <b>Gardner Jr., John H.</b>            |  |
| <b>5.3 STREET ADDRESS</b> | <b>125 Lincoln Avenue</b>              |  |
| <b>5.4 CITY-ST-ZIP</b>    | <b>Santa Fe, NM 87501</b>              |  |
| <b>6.1 TITLE</b>          | <b>Senior V</b>                        | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| <b>6.2 NAME</b>           | <b>Miller, Bradley C.</b>              |  |
| <b>6.3 STREET ADDRESS</b> | <b>Six Piedmont Center, Suite 600</b>  |  |
| <b>6.4 CITY-ST-ZIP</b>    | <b>Atlanta, GA 30305</b>               |  |

**14. I do 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 included 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:** *Sandra B. Mortham* **DATE:** 5/15/97 **DAYTIME PHONE #:** 505-983-5252

CR2E034 (9/96)

SCA-Florida Holdings (1) Incorporated  
Florida Profit Corporation Annual Report  
Additional List of Officers

Doc. #: P94000024628 (7)  
EIN #: 74-2718476

| <u>Titles</u> | <u>Name</u>            | <u>Address</u>                                      |
|---------------|------------------------|---|
| V             | Brown, Neil T.         | Six Piedmont Center, Suite 600<br>Atlanta, GA 30305 |
| V             | Hartman, W. Scott      | Six Piedmont Center, Suite 600<br>Atlanta, GA 30305 |
| V / T         | Kell, William          | 7777 Market Center Avenue<br>El Paso, TX 79912      |
| V             | Megrue, Jeffrey G.     | Six Piedmont Center, Suite 600<br>Atlanta, GA 30305 |
| V             | Schumacher, Ann L.     | 7777 Market Center Avenue<br>El Paso, TX 79912      |
| V             | Snider, Douglas L.     | Six Piedmont Center, Suite 600<br>Atlanta, GA 30305 |
| V             | Barrows, Raymond D.    | Six Piedmont Center, Suite 600<br>Atlanta, GA 30305 |
| S / Senior V  | Klopf, Jeffrey A.      | 125 Lincoln Avenue<br>Santa Fe, NM 87501            |
| Assistant S   | Marker, Lucinda G.     | 125 Lincoln Avenue<br>Santa Fe, NM 87501            |
| Assistant S   | Wainwright, Candice T. | Six Piedmont Center, Suite 600<br>Atlanta, GA 30305 |
| Assistant T   | Morgan Jr., Gerald R.  | 125 Lincoln Avenue<br>Santa Fe, NM 87501            |
| Assistant T   | Cyr, Jayson C.         | 7777 Market Center Avenue<br>El Paso, TX 79912      |