

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

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Apr 24 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P95000024470 (3)

1. Corporation Name
TRIVEST II, INC.



Principal Place of Business 2665 SOUTH BAYSHORE DRIVE SUITE 800 MIAMI FL 33133	Mailing Address 2665 SOUTH BAYSHORE DRIVE SUITE 800 MIAMI FL 33133-5448
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3. Date Incorporated or Qualified 03/27/1995	3a. Date of Last Report 04/12/1996
4. FEI Number 65-0575855	Applied For <input type="checkbox"/> Not Applicable
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 has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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 Country	28 Zip Country
24	29

9. Name and Address of Current Registered Agent
**KLEIN, PETER W
2665 SOUTH BAYSHORE DRIVE
SUITE 800
MIAMI FL 33133**

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

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	
TITLE	NAME
NAME	STREET ADDRESS
CITY-ST-ZIP	
TITLE	NAME
NAME	STREET ADDRESS
CITY-ST-ZIP	
TITLE	NAME
NAME	STREET ADDRESS
CITY-ST-ZIP	
TITLE	NAME
NAME	STREET ADDRESS
CITY-ST-ZIP	
TITLE	NAME
NAME	STREET ADDRESS
CITY-ST-ZIP	
TITLE	NAME
NAME	STREET ADDRESS
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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 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. **Marilyn D. Kuffner, Assistant Secretary**

SIGNATURE: _____ **4/19/97** **305/858-2200**

CR2E034 (9/96)

04/07/1997

Directors and Officers
Trivest II, Inc.

DIRECTORS:

Peter C. Brockway Director
Primary : 2665 S. Bayshore Drive
Address : Suite 800
Miami, FL 33133

Phillip T. George, M.D. Director
Primary : 2665 South Bayshore Drive
Address : 8th Floor
Miami, Florida 33133

Earl W. Powell Director
Primary : 2665 S. Bayshore Drive
Address : Suite 800
Miami, FL 33133

OFFICERS:

Phillip T. George, M.D. Chairman of the Board
Primary : 2665 South Bayshore Drive
Address : 8th Floor
Miami, Florida 33133

Earl W. Powell President, Chief Executive Officer
Primary : 2665 S. Bayshore Drive
Address : Suite 800
Miami, FL 33133

Peter C. Brockway Executive Vice President, Managing Director
Primary : 2665 S. Bayshore Drive
Address : Suite 800
Miami, FL 33133

B. Jay Anderson VP, CFO, Treasurer, Controller
Primary : 2665 S. Bayshore
Address : Suite 800
Miami, FL 33133

A. Richard Hurwitz Vice President - Corporate
Communications
Primary : 2665 S. Bayshore
Address : Suite 800
Miami, FL 33133

Peter W. Klein Sr. VP, Managing Director, General Counsel, Secretary
Primary : 2665 S. Bayshore
Address : Suite 800
Miami, FL 33133

Marilyn D. Kuffner Assistant Secretary
Primary : 2665 S. Bayshore Drive
Address : Suite 800
Miami, FL 33133

H. Randall Litten Senior Vice President
Primary : 2127 Brickell Avenue #2102
Address : Miami, Florida 33129

Michael E. Moran Senior Vice President
Primary : 2665 S. Bayshore Drive, Suite 800
Address : Miami, FL 33133

Troy D. Templeton Senior Vice President
Primary : 2665 S. Bayshore Drive
Address : Suite 800
Miami, FL 33133