

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION
ANNUAL REPORT
1996



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

FILED
Apr 26 1996 8:00 am
Secretary of State

DOCUMENT # P95000097415 (0)

1. Corporation Name

IMC ACQUISITION, INC.

SEE ANNEX B



Principal Place of Business

**3450 WEST BUSCH BLVD.
SUITE 250
TAMPA FL 33618**

Mailing Address

**3450 WEST BUSCH BLVD.
SUITE 250
TAMPA FL 33618**

21 **3450 BUSCHWOOD PARK DRIVE**

26 **3450 BUSCHWOOD PARK DRIVE**

22 **SUITE #250**

27 **SUITE #250**

23 **TAMPA, FLORIDA**

28 **TAMPA, FLORIDA**

24 **33618**

25 **USA**

29 **33618**

30 **USA**

9. Name and Address of Current Registered Agent

**LEGLER, LITCHELL W
ONE INDEPENDENT DRIVE
SUITE 3104
JACKSONVILLE FL 32202**

3. Date Incorporated or Qualified

12/26/1995

3a. Date of Last Report

4. FEI Number

59-3350574

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

10. Name and Address of New Registered Agent

81 Name
*****CORRECTION*** LEGLER, MITCHELL W.**

82 Street Address (P.O. Box Number is Not Acceptable)

83 **00001796500**

84 City **-04/26/96--01077--0085** 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

Signature, typed or printed name of registered agent and the applicable fee

Printed Name of Registered Agent (signature required when registered)

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	<input type="checkbox"/> DELETE
D	NICHOLAS, GOERGE	3450 WEST BUSCH BLVD. SUITE 250	TAMPA FL 33618	<input type="checkbox"/>
D	MIDDLETON, THOMAS	3450 WEST BUSCH BLVD. SUITE 250	TAMPA FL 33618	<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>
				<input type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	<input type="checkbox"/> CHANGE	<input type="checkbox"/> ADDITION
CHAIRMAN, CEO, ASST. SECY.	NICHOLAS, GEORGE	3450 BUSCHWOOD PARK DRIVE, SUITE #250	TAMPA, FLORIDA 33618	<input checked="" type="checkbox"/>	<input type="checkbox"/>
DIR., PRES., COO, ASST. SECY.	MIDDLETON, THOMAS G.	3450 BUSCHWOOD PARK DRIVE, SUITE #250	TAMPA, FLORIDA 33618	<input checked="" type="checkbox"/>	<input type="checkbox"/>
CHIEF FINANCIAL OFFICER	FREEMAN, GEORGE	3450 BUSCHWOOD PARK DRIVE, SUITE #250	TAMPA, FLORIDA 33618	<input type="checkbox"/>	<input checked="" type="checkbox"/>
VICE PRESIDENT	GRIFFIN, TIMOTHY W.	3450 BUSCHWOOD PARK DRIVE, SUITE #250	TAMPA, FLORIDA 33618	<input type="checkbox"/>	<input checked="" type="checkbox"/>
VICE PRESIDENT	MCCARTHY, SUSAN W.	501 OFFICE CENTER DRIVE, SUITE #450	FT. WASHINGTON, PA 19034	<input type="checkbox"/>	<input checked="" type="checkbox"/>
VICE PRESIDENT	BAUSMAN, KAREN S.	501 OFFICE CENTER DRIVE, SUITE #450	FT. WASHINGTON, PA 19034	<input type="checkbox"/>	<input checked="" type="checkbox"/>

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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:

THOMAS G. MIDDLETON
THOMAS G. MIDDLETON, DIRECTOR, PRESIDENT, COO, & ASST. SECRETARY

APRIL 23, 1996 (813)932-2211

Date the Period

CR2E034 (12/95)

ANNEX A

IMC ACQUISITION, INC.
FEI Number #59-3350574

ADDITIONAL OFFICERS AND DIRECTORS:

Vice President and Secretary
Wockenfuss, Laurie S.
3450 Buschwood Park Drive, Suite #250
Tampa, Florida 33618

Vice President
MacDonald, David B.
132 Central Street
Foxboro, MA 02035

Vice President/Director of European Operations
Pitocco, Dennis J.
3450 Buschwood Park Drive, Suite #250
Tampa, Florida 33618

Vice President/Director of Investor Relations & Strategic Planning
Schwindt, Jean S.
3450 Buschwood Park Drive, Suite #250
Tampa, Florida 33618

Director
Goryeb, Joseph P.
20 Waterview Blvd.
Parsippany, NJ 07054

Director
Legler, Mitchell W.
One Independent Drive, Suite #3104
Jacksonville, Florida 32202

Director
Wykle, Allen D.
3420 Holland Road, Suite #107
Virginia Beach, VA 23452

ANNEX B

3-3

State of Florida



Department of State

I certify the attached is a true and correct copy of the Amended and Restated Articles of Incorporation, filed on April 17, 1996, for IMC ACQUISITION, INC. which changed its name to IMC MORTGAGE COMPANY, a Florida corporation, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H96000005390. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is P95000097415.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eighteenth day of April, 1996

Authentication Code: 996A00018218-041896-P95000097415-1/1



CR2EO22 (1-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State