

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

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P97000069042

1. Corporation Name
PROGRESS HOLDINGS, INC.

Principal Place of Business

ONE PROGRESS PLAZA
ST PETERSBURG FL 33701

Mailing Address

ONE PROGRESS PLAZA
ST PETERSBURG FL 33701

2. Principal Place of Business

21 Suite, Apt. #, etc.
22 Suite 1500
23 City & State

24 Zip Country

2a. Mailing Address c/o Pauline Fry

26 Suite, Apt. #, etc.
27 Suite 1500
28 City & State

29 Zip Country

9. Name and Address of Current Registered Agent

FRY, PAULINE M
3201 34TH STREET SOUTH
ST PETERSBURG FL 33711

81 Name

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

One Progress Plaza

83 Suite 1500

84 City St. Petersburg

FL 85 Zip Code 33701

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 title if applicable

(NOTE: Registered Agent signature required when reappointing)

DATE

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP

DEVP
GARNETT, STANLEY I III
ONE PROGRESS PLAZA
ST PETERSBURG FL 33701

TITLE NAME STREET ADDRESS CITY-ST-ZIP

DC
KORPAN, RICHARD
ONE PROGRESS PLAZA
ST PETERSBURG FL 33701

TITLE NAME STREET ADDRESS CITY-ST-ZIP

DP
RICHARDSON, JOSEPH H
ONE PROGRESS PLAZA
ST PETERSBURG FL 33701

TITLE NAME STREET ADDRESS CITY-ST-ZIP

SV
CASE, JANICE B
3201 34TH ST SO
ST PETERSBURG FL 33711

TITLE NAME STREET ADDRESS CITY-ST-ZIP

SVCF
HEWICKA, JEFFREY R
3201 34TH ST SO
ST PETERSBURG FL 33711

TITLE NAME STREET ADDRESS CITY-ST-ZIP

S
HALEY, KATHLEEN M
ONE PROGRESS PLAZA
ST PETERSBURG FL 33701

13.

11 TITLE

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY-ST-ZIP

31 TITLE

32 NAME

33 STREET ADDRESS

34 CITY-ST-ZIP

41 TITLE

42 NAME

43 STREET ADDRESS

44 CITY-ST-ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY-ST-ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY-ST-ZIP

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

V/GC [] Change [X] Addition

Armstrong, Kenneth E.

One Progress Plaza

St. Petersburg, FL 33701

[] Change [] Addition

600002831 146--6

-04/06/99--01077--005

****150.00 ****150.00

[] Change [] Addition

D/V [X] Change [] Addition

17757 U.S. Highway 19 N

Clearwater, FL 33756

V/CFO [X] Change [] Addition

One Progress Plaza

St. Petersburg, FL 33701

[] Change [] Addition

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, with all other like empowered

SIGNATURE: Kathleen M. Haley, Secretary

3/24/99

(727) 824-6531

CR2E034 (11/98)

(2)

PROGRESS HOLDINGS, INC.

<u>NAMES OF OFFICERS AND DIRECTORS</u>	<u>TITLE</u>	<u>STREET ADDRESS</u>	<u>CITY AND STATE</u>
Richard Korpan	D/C	One Progress Plaza	St. Petersburg, FL 33701
Joseph H. Richardson	D/P	One Progress Plaza	St. Petersburg, FL 33701
Janice B. Case	D/SV	17757 US Hwy. 19 N.	Clearwater, FL 35756
Jeffrey R. Heinicka	SV/CFO	One Progress Plaza	St. Petersburg, FL 33701
Kenneth E. Armstrong	V/GC	One Progress Plaza	St. Petersburg, FL 33701
David W. Porter	V	17757 US Hwy. 19 N.	Clearwater, FL 35756
John Scardino, Jr.	V/CO	100 Central Avenue	St. Petersburg, FL 33701
James V. Smallwood	V	One Progress Plaza	St. Petersburg, FL 33701
Peter E. Toomey	V	One Progress Plaza	St. Petersburg, FL 33701
Kathleen M. Haley	S	One Progress Plaza	St. Petersburg, FL 33701
Douglas E. Wentz	AS	One Progress Plaza	St. Petersburg, FL 33701
Pamela A. Saari	T	One Progress Plaza	St. Petersburg, FL 33701
Kenneth E. McDonald	AT	One Progress Plaza	St. Petersburg, FL 33701

A = Assistant
C = Chairman of the Board
CFO = Chief Financial Officer
CO = Controller
D = Director
GC = General Counsel

P = President
S = Secretary
SV = Senior Vice President
V = Vice President
T = Treasurer

February 8, 1999