

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 # P97000069779

1. Corporation Name
PIH, INC.

Principal Place of Business
ONE PROGRESS PLAZA
C/O PAULINE FRY
ST. PETERSBURG FL 33701

Mailing Address
C/O PAULINE FRY
P.O. BOX 33042
ST. PETERSBURG FL 33733

2. Principal Place of Business

21 Suite, Apt. #, etc.
22 Suite 1500

23 City & State

24 Zip Country
25 33701 26 USA

2a. Mailing Address

26 One Progress Plaza
Suite, Apt. #, etc.

27 Suite 1500

28 City & State

28 St. Petersburg, FL
29 Zip Country
30 33701 31 USA

9. Name and Address of Current Registered Agent

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

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

08/12/1997

4. FEI Number

59-3478335

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 owes the current year Intangible
Personal Property Tax [] Yes [X] No

10. Name and Address of New Registered Agent

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 reinstating)

DATE

12. OFFICERS AND DIRECTORS

11 TITLE [] DELETE

NAME DC
KORPAN, RICHARD
STREET ADDRESS ONE PROGRESS PLAZA
CITY-ST-ZIP ST. PETERSBURG FL 33701

12 TITLE [X] DELETE

NAME DEVP
GARNETT, STANLEY II
STREET ADDRESS ONE PROGRESS PLAZA
CITY-ST-ZIP ST. PETERSBURG FL 33701

13 TITLE [] DELETE

NAME DP
RICHARDSON, JOSEPH H
STREET ADDRESS 3201 34TH STREET SOUTH
CITY-ST-ZIP ST. PETERSBURG FL 33711

14 TITLE [] DELETE

NAME SVCF
HENNICKA, JEFFREY R
STREET ADDRESS 3201 34TH STREET SOUTH
CITY-ST-ZIP ST. PETERSBURG FL 33711

15 TITLE [] DELETE

NAME S
HALEY, KATHLEEN M
STREET ADDRESS ONE PROGRESS PLAZA
CITY-ST-ZIP ST. PETERSBURG FL 33701

16 TITLE [] DELETE

NAME VGC
ARMSTRONG, KENNETH E
STREET ADDRESS 3201 34TH STREET SOUTH
CITY-ST-ZIP ST. PETERSBURG FL 33711

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE [] Change [] Addition

12 NAME 500002831125--1
13 STREET ADDRESS -04/06/99--01077--001
14 CITY-ST-ZIP ****150.00 ****150.00

21 TITLE D/V

22 NAME Smallwood, James V.
23 STREET ADDRESS One Progress Plaza
24 CITY-ST-ZIP St. Petersburg, FL 33701

31 TITLE [X] Change [] Addition

32 NAME One Progress Plaza
33 STREET ADDRESS St. Petersburg, FL 33701

41 TITLE [X] Change [] Addition

42 NAME V/CFO
43 STREET ADDRESS One Progress Plaza
44 CITY-ST-ZIP St. Petersburg, FL 33701

51 TITLE [] Change [] Addition

52 NAME
53 STREET ADDRESS
54 CITY-ST-ZIP

61 TITLE [X] Change [] Addition

62 NAME
63 STREET ADDRESS One Progress Plaza
64 CITY-ST-ZIP St. Petersburg, FL 33701

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

(727) 824-6531

CR2E034 (11/98)

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PIH, 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
Jeffrey R. Heinicka	SV/CFO	One Progress Plaza	St. Petersburg, FL 33701
Kenneth E. Armstrong	V/GC	One Progress Plaza	St. Petersburg, FL 33701
John Scardino, Jr.	V/CO	100 Central Ave.	St. Petersburg, FL 33701
James V. Smallwood	D/VP	One Progress Plaza	St. Petersburg, FL 33701
Peter E. Toomey	V	One Progress Plaza	St. Petersburg, FL 33701
Kathleen M. Haley	S	3201 34 th St. So.	St. Petersburg, FL 33711
Douglas E. Wentz	AS	3201 34th St. So.	St. Petersburg, FL 33711
Kenneth E. McDonald	AT	One Progress Plaza	St. Petersburg, FL 33701
Pamela A. Saari	T	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 4, 1999