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

FILED
Mar 05, 1999 8:00 am
Secretary of State
03-05-1999 90121 025 ***150.00

DOCUMENT # V17542

1. Corporation Name
VOYAGER SERVICE PROGRAMS, INC.

Principal Place of Business	Mailing Address
11222 QUAIL ROOST DRIVE MIAMI FL 33157	11222 QUAIL ROOST DRIVE MIAMI FL 33157

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualifed: 02/28/1992

2. Principal Place of Business	2a. Mailing Address	4. FEI Number: 59-3110220	☐ Applied For ☐ Not Applicable
21	26 110 W. Seventh Street		
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certifcate of Status Desired ☐	**$8.75** Additional Fee Required
22	27 9th Floor		
City & State	City & State	6. Election Campaign Financing Trust Fund Contribution ☐	**$5.00** May Be Added to Fees
23	28 Fort Worth, TX		
Zip / Country	Zip / Country	8. This corporation owes the current year Intangible Personal Property Tax.	☐ Yes ☒ No
24 / 25	29 76102 / 30 U.S.		

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET 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 _____ DATE
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DCEO	☐ DELETE	1.1 TITLE	☐ Change ☐ Addition
NAME	GASTON, GERALD N.		1.2 NAME	
STREET ADDRESS	11222 QUAIL ROOST DRIVE		1.3 STREET ADDRESS	
CITY-ST-ZIP	MIAMI FL		1.4 CITY-ST-ZIP	
TITLE	PCO	☐ DELETE	2.1 TITLE	☐ Change ☐ Addition
NAME	GAMBERO, DARRELL G		2.2 NAME	
STREET ADDRESS	110 W SEVENTH ST		2.3 STREET ADDRESS	
CITY-ST-ZIP	FT WORTH TX		2.4 CITY-ST-ZIP	
TITLE	DS	☐ DELETE	3.1 TITLE	☐ Change ☐ Addition
NAME	HEGGEN, ARTHUR W		3.2 NAME	
STREET ADDRESS	11222 QUAIL ROOST DR		3.3 STREET ADDRESS	
CITY-ST-ZIP	MIAMI FL		3.4 CITY-ST-ZIP	
TITLE	VP	☐ DELETE	4.1 TITLE	☐ Change ☐ Addition
NAME	CLEMENT, ALAN M III		4.2 NAME	
STREET ADDRESS	4250 LAKESIDE DR SUITE 304		4.3 STREET ADDRESS	
CITY-ST-ZIP	JACKSONVILLE FL		4.4 CITY-ST-ZIP	
TITLE	T	☐ DELETE	5.1 TITLE	☐ Change ☐ Addition
NAME	CASTELO, ENRIQUE L.		5.2 NAME	
STREET ADDRESS	11222 QUAIL ROOST DRIVE		5.3 STREET ADDRESS	
CITY-ST-ZIP	MIAMI FL		5.4 CITY-ST-ZIP	
TITLE	AS	☐ DELETE	6.1 TITLE	☐ Change ☐ Addition
NAME	COOPER, MARK A		6.2 NAME	
STREET ADDRESS	110 WEST SEVENTH STREET		6.3 STREET ADDRESS	
CITY-ST-ZIP	FT. WORTH FL 76102		6.4 CITY-ST-ZIP	

CR2E034 (11/98)

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: Mark Cooper 1/11/99 (800) 334-9282
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone # x. 1268

176888-90121-25
V17542

DIRECTORS AND OFFICERS OF VOYAGER SERVICE PROGRAMS, INC.

STATE OF FLORIDA

Directors

Michael T. Ray
Gerald N. Gaston
Arthur W. Heggen

Officers

Chief Executive Officer.....Michael T. Ray
Secretary.....Arthur W. Heggen
Treasurer.....Enrique L. Castelo

Address for above directors and officers is: 11222 Quail Roost Dr., Miami, FL 33157

Senior Vice President.....Bernard C. Unterreiner
Vice President.....Michael P. Flaherty
Vice President.....Kenneth L. Slaton

Address for above officers is: 3237 Satellite Blvd., Suite 400, Duluth, GA 30096

Chief Operating Officer and President.....Darrell J. Gambero
1st Senior Vice President.....Thomas E. McCraw
Senior Vice President.....Ray R. Sakowski
Chief Financial Officer, Senior Vice President and Assistant Treasurer.....Dava G. Carson
Vice President.....Charles J. Choffin
Vice President.....Allan M. Clement, III
Vice President and Assistant Secretary.....Mark A. Cooper
Vice President.....Resa J. Dunkin
Vice President.....Gregory Egbert
Vice President.....John Everdale
Vice President.....G. Gano Harris
Vice President.....David P. May
Vice President.....Ronald W. Willis

Address for above officers is: 110 W. Seventh St., Fort Worth, Texas 76102