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**Feb 27 1997 8:00am
Secretary of State**

PROFIT CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 828149 (5)

1. Corporation Name
DANIEL, MANN, JOHNSON, & MENDENHALL



Principal Place of Business: **3250 WILSHIRE BLVD
LOS ANGELES CA 90010**
Mailing Address: **3250 WILSHIRE BLVD
LOS ANGELES CA 90010-1502**

3. Date Incorporated or Qualified: **06/14/1972**
3a. Date of Last Report: **03/07/1996**
4. FEI Number: **95-2084998**
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

2. Principal Place of Business: 21, 22, 23, 24
2a. Mailing Address: 26, 27, 28, 29, 30

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent
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 _____ (NOTE: Registered Agent's signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	AVP	<input type="checkbox"/> DELETE
NAME	AGOPOVICH, MOSES B	
STREET ADDRESS	275 W HOSPITALITY LN 314	
CITY-ST-ZIP	SAN BERNARDINO CA	
TITLE	P	<input type="checkbox"/> DELETE
NAME	HOLDSWORTH, RAYMOND W.	
STREET ADDRESS	3250 WILSHIRE BOULEVARD	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	BUTLER, GILBERT	
STREET ADDRESS	3250 WILSHIRE BLVD	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	AVP	<input type="checkbox"/> DELETE
NAME	BERNSTEIN, MORTON A	
STREET ADDRESS	300 W CLARENDON, STE 400	
CITY-ST-ZIP	PHOENIX AZ	
TITLE	SVP	<input checked="" type="checkbox"/> DELETE
NAME	BOUCHARD, RICHARD J	
STREET ADDRESS	3250 WILSHIRE BLVD	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	SDV	<input type="checkbox"/> DELETE
NAME	LAMBECK, DEBRA T	
STREET ADDRESS	3250 WILSHIRE BLVD	
CITY-ST-ZIP	LOS ANGELES CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Vice President	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	Chairman of the Board and Director	<input type="checkbox"/> Change <input checked="" 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	Associate Principal	<input type="checkbox"/> Change <input checked="" 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.

SIGNATURE: _____ January 24, 1997 (213) 381-3663
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

OFFICERS AND DIRECTORS LIST
 DANIEL, MANN, JOHNSON, & MENDENHALL

COMPANY NAME	OFFICER NAME	TITLE	DIRECTOR
DANIEL, MANN, JOHNSON, & MENDENHALL	Hoddsworth, Raymond W.	Chairman/President	X
	Incaudo, Joseph A.	Treasurer	X
	Lambeck, Debra Tilson	Vice President/General Counsel/Secretary	X
DANIEL, MANN, JOHNSON, & MENDENHALL	Harris, Brian T.	Senior Vice President	
	Newsom, Robert L.	Senior Vice President	
	Rendall, Charles R.	Senior Vice President	
	Smith, Craig B.	Senior Vice President	
	Somerville, John E.	Senior Vice President	
	Duncan, Alan S.	Corporate Vice President	
	Gravallese, Albert J.	Corporate Vice President	
	Seelmann, Gerald W.	Corporate Vice President	
	Wilson, Frank J.	Corporate Vice President	
	Agopovich, Moses B.	Vice President	
DANIEL, MANN, JOHNSON, & MENDENHALL	Butler, Gilbert L.	Vice President	
	Butler, Nancy M.	Vice President	
	Cavanagh, William F.	Vice President/CFO	
	Danna, Paul A.	Vice President	
	Day, Kim R.	Vice President	
	Desai, Drupad B.	Vice President	
	Gans, Frederick J.	Vice President	
	Gary, Susan Keegan	Vice President	
	Hyde, Douglas W.	Vice President	
	Ikedo, William M.	Vice President	
DANIEL, MANN, JOHNSON, & MENDENHALL	Jernigan, Robert A.	Vice President	
	Joldersma, Thomas A.	Vice President/Asst. Treas./Asst. Secty	
	Kelley, Frederick G.	Vice President	
	Landy, Raymond A.	Vice President	
	Ludwig, Gerald A.	Vice President	
	Mann, Michael C.	Vice President	
	McCloskey, John P. (Jack)	Vice President	
	Patience, George E.	Vice President	

Attachment to Annual report : State of Florida
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COMPANY NAME	OFFICER NAME	TITLE	DIRECTOR
DANIEL, MANN, JOHNSON, & MENDENHALL continued	Rinard, John L	Vice President/Principal	
	San Filippo, Wayne K	Vice President	
	Schill, Robert J.	Vice President	
	Shapiro, Allan M.	Vice President	
	Stewart, James	Vice President	
	Wesle, Doyle L	Vice President	
	Anderson, Derrick	Associate Vice President	
	Bernstein, Morton A	Associate Vice President/Ass. Principal	
	Berty, Ann C.	Associate Vice President	
	Bistrain, Anthony S.	Associate Vice President	
Broz, Thomas A	Associate Vice President		
Cho, David M.	Associate Vice President/Ass. Principal		
Clevenger, Robert L	Associate Vice President		
Cody, James	Associate Vice President/Ass. Principal		
Contrique, Roberto J.	Associate Vice President		
Crawley, James E	Associate Vice President		
Cross, Donald W.	Associate Vice President		
DeBernard, Michael W.	Associate Vice President		
DeLaBarre, Wallace A	Associate Vice President		
Eubanks, G. Robert	Associate Vice President		
Fong, Jr., Al J.	Associate Vice President		
Gardner, Gilbert D.	Associate Vice President		
Gerstner, William G.	Associate Vice President		
Goodwin, Browne C.	Associate Vice President		
Griffin, Kenneth W.	Associate Vice President		
Hartman, Laurence E.	Associate Vice President		
Henderson, Stephen A.	Associate Vice President		
Hooper, William	Associate Vice President		
House, Afsaneh (Sunnie)	Associate Vice President		
Hughes, Duncan I.	Associate Vice President		
Hyde, Douglas W.	Associate Vice President		
Hynes, Charles	Associate Vice President		
Joffron, Wade	Associate Vice President		
Kim, Julie	Associate Vice President		
Langston, Michael D.	Associate Vice President/Controller		
Layne, Kaye E.	Associate Vice President		
Mazzo, David	Associate Vice President		
McDermott, Richard E.	Associate Vice President		
Millner, David R.	Associate Vice President		

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COMPANY NAME	OFFICER NAME	TITLE	DIRECTOR
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DANIEL, MANN, JOHNSON, & MENDENHALL <i>continued</i>	Morrison, Dennis J.	Associate Vice President	
	Parrin, Saliye E.	Associate Vice President	
	Shapiro, Michael	Associate Vice President	
	Svendsen, H. Paul	Associate Vice President	
	Spoonner, Edward C.	Associate Vice President	
	Von Briesen, John W.	Associate Vice President	
	Yamolkoski, Ronald A.	Associate Vice President	
	Corven, John A.	Principal	
	Ernst, Gerd H.	Principal	
	Francomacaro, James	Principal	
	Garrison, Jr., Clyde H.	Principal	
	Keating, Richard C.	Principal	
	Krasnow, Peter C.	Principal	
	Rottet, Lauren L.	Principal	
	Silverman, Charles	Principal	
Spoonner, Herbert G.	Principal		
Svendsen, Sven B.	Principal		

The Principal Place of Business
 for
 the Officers and Directors of Daniel, Mann, Johnson, & Mendenhall
 is
 3250 Wilshire Boulevard, Los Angeles, California 90010