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Feb 18 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 856854 (5)

1. Corporation Name
HARBERT-YEARGIN INC.

Principal Place of Business 105 EDINBURG COURT P.O. BOX 6508 GREENVILLE SC 29606	Mailing Address 105 EDINBURG COURT P.O. BOX 6508 GREENVILLE SC 29606-6508
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3. Date Incorporated or Qualified 06/22/1983	3a. Date of Last Report 05/21/1996
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2. Principal Place of Business 21 100 CORPORATE PARKWAY Suite, Apt. #, etc.	2a. Mailing Address 26 SAME AS 2 Suite, Apt. #, etc.
22 City & State 23 BIRMINGHAM, AL	27 City & State
24 Zip 35242 25 Country USA	29 Zip 30 Country

4. FEI Number 84-0880124	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.
 1201 HAYS STREET
 SUITE 105
 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 signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	V PHILLIPS, WILLIAM R.	1.2 NAME	
STREET ADDRESS	208 HONEY HORN DRIVE	1.3 STREET ADDRESS	
CITY - ST - ZIP	SIMPSONVILLE SC	1.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PD WHITE, DONALD D	2.2 NAME	
STREET ADDRESS	125 CLAUDE FRANCES DRIVE	2.3 STREET ADDRESS	
CITY - ST - ZIP	PIEKENS SC	2.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	V MATTOX, N TUCKER	3.2 NAME	
STREET ADDRESS	904 TULIP OPLAR LANE	3.3 STREET ADDRESS	
CITY - ST - ZIP	BIRMINGHAM AL	3.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VT BIRD, WILLIAM CARL	4.2 NAME	
STREET ADDRESS	391 GAIL AVENUE	4.3 STREET ADDRESS	
CITY - ST - ZIP	GREER, SC.	4.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	S HIGGINS, JAMES C., JR.	5.2 NAME	
STREET ADDRESS	501 CHESTNUT LANE	5.3 STREET ADDRESS	
CITY - ST - ZIP	WAYNE PA	5.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	AS FISCHER, MARVIN R	6.2 NAME	
STREET ADDRESS	110 RICELAN	6.3 STREET ADDRESS	
CITY - ST - ZIP	SIMPSONVILLE SC	6.4 CITY - ST - ZIP	

LIST OF NEW OFFICIALS ATTACHED

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 *[Signature]* _____ DATE **2/18/97**

CR2E034 (9/96)

HARBERT-YEARGIN INC.
105 EDINBURGH COURT
GREENVILLE, SC 29606
(803) 242-6960
OFFICERS

TITLE	NAME	AND DATE OF OFFICE	ADDRESS	D.O.B.	S.S. NO.
CHAIRMAN OF BOARD DIRECTOR	CHARLES QUINTEN MILLER	01-25-96	32 PARKMAN WAY NEEDHAM, MA 02192	06-20-45	219-44-7217
PRESIDENT CHIEF EXECUTIVE OFFICER DIRECTOR	MICHAEL D. AVANT	10-01-96	4164 OLD LEEDS LANE MT. BROOK, AL 35213	08-14-53	463-04-4806
V.P.-FINANCE TREASURER/CONTROLLER	KENNETH HARBOR	10-01-96	3704 WYNGATE COVE BIRMINGHAM, AL 35242	06-09-51	420-62-0785
VICE PRESIDENT BUSINESS DEVELOPMENT	ANTHONY COLT ROSS	01-25-96	100 SUMMER PLACE DR. GREER, SC 29650	07-17-51	538-52-4701
VICE PRESIDENT GOVERNMENT CONTRACTS	N(ONLY) TUCKER MATTOX	01-25-96	904 TULIP POPLAR LANE BIRMINGHAM, AL 35244	08-04-34	419-40-9272
SECRETARY	JAMES CLIFFORD HIGGINS, JR	01-25-96	501 CHESTNUT LANE WAYNE, PA 19087	12-13-40	190-32-7162
ASST. TREASURER	CHRISTOPHER FRANK ZIINO	01-25-96	179 FLETCHER DRIVE MORRISVILLE, PA 19067	09-18-58	098-50-3041
ASSISTANT SECRETARY	JOHN F. WALL	10-01-96	1147 RIVERCHASE PARKWAY HOOVER, AL 35244	05-20-57	261-13-1526
ASSISTANT SECRETARY	MARVIN RAY FISCHER	01-25-96	205 CHESTNUT OAKS CIRCLE SIMPSONVILLE, SC 29681	08-31-49	306-58-2905
ASSISTANT SECRETARY	KAREN L. DEGLER	10-01-96	221 DEVEREAUX AVE. PHILADELPHIA, PA 19111	10-13-59	174-52-2776
ASST. TREASURER	THOMAS LAMAR BARNETT	10-01-96	5250 MARBLE VALLEY RD SYLACAUGA, AL 35151	10-19-42	418-56-0512

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105 EDINBURGH COURT
GREENVILLE, SC 29606
(803) 242-6960
DIRECTORS

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DIRECTOR	MICHAEL D. AVANT	10-01-96	4164 OLD LEEDS LANE MT. BROOK, AL 35213	08-14-53	463-04-4806
DIRECTOR	JOSEPH H. WOLFE	10-01-96	17 PANTRY ROAD SUDBURY, MA 01776	03-06-45	022-34-0260