

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

FILED

**Mar 19 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
---	---	---

DOCUMENT # P02429 (9)
 1. Corporation Name
FAIRFIELD GROUP, INC.



Principal Place of Business 200 GIBRALTAR ROAD HORSHAM PA 19044	Mailing Address 200 GIBRALTAR ROAD HORSHAM PA 19044
---	---

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 06/15/1984	
21. Suite, Apt. #, etc.	22. City & State	26. Suite, Apt. #, etc.	27. City & State	4. FEI Number XXXXXXXXXX 23-2720792	Applied For Not Applicable
23. Zip	25. Country	28. Zip	29. Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
24. Zip	25. Country	30. Zip	31. Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
9. Name and Address of Current Registered Agent				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent			
CORPORATION SERVICE COMPANY 1201 HAYES STREET 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 607.0102 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	D	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CURLEY, JOHN F. JR.	1.2 NAME	
STREET ADDRESS	111 S CALVERT ST	1.3 STREET ADDRESS	
CITY-ST-ZIP	BALTIMORE MD	1.4 CITY-ST-ZIP	
TITLE	PD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WALKER, ROBERT J. J	2.2 NAME	
STREET ADDRESS	200 GIBRALTAR ROAD	2.3 STREET ADDRESS	
CITY-ST-ZIP	HORSHAM PA	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TABER, EDWARD A. III	3.2 NAME	
STREET ADDRESS	111 S CALVERT ST	3.3 STREET ADDRESS	
CITY-ST-ZIP	BALTIMORE MD	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	LESHER, JAMES R.	4.2 NAME	SECRETARY
STREET ADDRESS	200 GIBRALTAR ROAD	4.3 STREET ADDRESS	TIMOTHY C. SCHEVE
CITY-ST-ZIP	HOSHAM PA	4.4 CITY-ST-ZIP	111 S. CALVERT STREET
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DELANEY, JOHN B.	5.2 NAME	
STREET ADDRESS	200 GIBRALTAR ROAD	5.3 STREET ADDRESS	
CITY-ST-ZIP	HORSHAM PA	5.4 CITY-ST-ZIP	
TITLE	VTS	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GERARD J WILLIS	6.2 NAME	VICE PRESIDENT, TREASURER,
STREET ADDRESS	200 GIBRALTAR ROAD	6.3 STREET ADDRESS	ASSISTANT SECRETARY,
CITY-ST-ZIP	HORSHAM PA	6.4 CITY-ST-ZIP	GERARD J. WILLIS

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.

SIGNATURE: *Sandra B. Mortham* **GERARD J. Willis** 3/9/98 215-443-7850

CR2E034 (10/97)