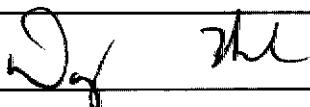
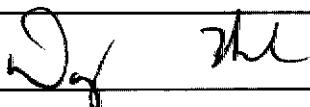
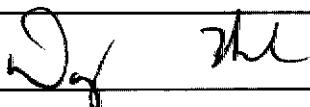


No. C100864	Annual Report Form 1999 <i>Due No Later Than November 30,</i>		2. Registered Agent and Office NOT A P.O. BOX													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct		C T CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701													
	COMPHEALTH MEDICAL STAFFING, PO BOX 380546 BIRMINGHAM AL 35238															
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)			3. Organized Under the Laws of:													
<table border="0"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6">See Attached List</td> </tr> </tbody> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	See Attached List						DE C100864	
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>											
See Attached List																
5. Signature of New Registered Agent		6. <table border="0"> <tr> <td>Signature</td> <td></td> <td>Date</td> <td colspan="2">10/20/99</td> </tr> <tr> <td>Name (Typed or Printed)</td> <td>Doug Warrick</td> <td>Title</td> <td colspan="2">Vice President</td> </tr> </table>			Signature		Date	10/20/99		Name (Typed or Printed)	Doug Warrick	Title	Vice President			
Signature		Date	10/20/99													
Name (Typed or Printed)	Doug Warrick	Title	Vice President													

ISSUED: 07-03-1999

2244

Officers and Directors

CompHealth Medical Staffing, Inc.

FEIN: 87-0502658

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Michael Weinholtz	President Chief Executive Officer Director	4021 South 700 East, Suite 300 Salt Lake City, UT 84107-2184
Sean Dailey	Chief Financial Officer Treasurer Secretary	4021 South 700 East, Suite 300 Salt Lake City, UT 84107-2184
Donald DeCamp	Chief Operating Officer Vice President	4021 South 700 East, Suite 300 Salt Lake City, UT 84107-2184
Doug Warrick	Vice President	4021 South 700 East, Suite 300 Salt Lake City, UT 84107-2184
Thomas C. Barnds	Director	22 Chambers Street Princeton, NJ 08543
C. Sage Givens	Director	101 California Street, Suite 3160 San Francisco, CA 94111
Charles Linehan	Director	2490 Sand Hill Road Menlo Park, CA 94025
Michael Martin	Director	One HealthSouth Parkway Birmingham, AL 35243

Revised

22-Jun-99