

SECRETARY OF STATE'S ANNUAL VERIFICATION REPORT

Due June 30 — (Corporations must file by this date to avoid bad standing status)

RECORD #: 165774

DUE: June 30, 1990

FILING FEE: 4.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS:

POSSIBILITIES UNLIMITED, INC.
4514 BRIAR HILL RD.
LEXINGTON, KY. 40516-9707

An additional \$10 or \$5 is required if you correct the information listed in block #(3) below. See*

(3) STATE OF INCORPORATION:

KENTUCKY

(2) CORRECTED PRINCIPAL OFFICE ADDRESS:

56425

(4) DATE OF INCORPORATION OR CERTIFICATE OF AUTHORITY:

05-10-82

(5) REGISTERED AGENT AND REGISTERED ADDRESS:

GEORGE M. MCCLURE, III
321 W. MAIN ST., P.O. BOX 214
DANVILLE, KY. 40422

(5B) CORRECTED AGENT OR AGENT'S ADDRESS:

1400 Corporation
Attention: Lawrence K. Banks
Vine Center Tower
333 West Vine Street
Lexington, KY 40507

AGENT MUST VERIFY ACCEPTANCE OF NEW APPOINTMENT BY SIGNATURE *(Stock corporation add \$10 if changing block #(5). Non-stock corporations add \$5 if changing block #(5) ANY CHANGE MADE TO THE AGENT OR AGENT'S ADDRESS AFTER THE ANNUAL REPORT FILING MUST BE MADE ON FORMS OBTAINED FROM THIS OFFICE.

I VERIFY THAT THE RECORDS OF THE SECRETARY OF STATE ARE TRUE AND CORRECT AND I AM AUTHORIZED TO SIGN THIS REPORT (ALL CORPORATIONS MUST SIGN ON AUTHORIZED SIGNATURE LINE).

AUTHORIZED SIGNATURE

TITLE

Executive Director

PHONE

606-279-8405

I consent to serve as new registered agent for the corporation. Corporation's registered office is identical to my business address. (Newly appointed agent, please sign below.)

AGENT'S SIGNATURE _____

CAUTION READ CAREFULLY — Make check payable to Kentucky State Treasurer — Mail both annual report form and check to BREMER EHRLER, SECRETARY OF STATE, P. O. BOX 1150, FRANKFORT, KY 40602-1150 (502-564-2848).

*PLEASE TYPE OR PRINT (The annual report will not be accepted for filing if this section is not completed.) Annual reports must now also include the names and business addresses of the corporation's directors and principal officers. The lines below have been provided for this information. If necessary, please attach a continuation sheet.

See attached list of board of directors _____

PROFESSIONAL SERVICE CORPORATIONS ONLY — KRS 274.105 Requires the names and addresses of all shareholders in addition to the directors and principal officers. (Authorized signature line below for PSC'S only)

Pursuant to KRS 274.105, I the undersigned, being President of the KRS Chapter 274 corporation, a professional service corporation, do hereby certify that all of the shareholders of the said corporation, not less than one half of the directors, and all officers other than secretary and treasurer, are duly qualified as provided in Chapter 274. (Please use the lines above or attach continuation sheet.)

AUTHORIZED SIGNATURE _____

POSSIBILITIES UNLIMITED, INC.
BOARD OF DIRECTORS

Officers:

Mr. Lawrence K. Banks, Chairperson
Attorney\Greenebaum, Doll & McDonald
P.O. Box 1808\Lexington, KY\40593

Mrs. Mary Ann Burdette, Secretary
Former Fayette County School Board Member
1016 The Lane\Lexington, KY\40504

Mr. Barry Gorham, Vice Chairperson & Treasurer
Physicians for Women
2620 Wilhite Drive\Lexington, KY\40503

Dr. George R. Ross
Executive Director, Possibilities Unlimited
4514 Briar Hill Road\Lexington, KY\40516

Members:

Mr. Giles Titus Black
Eastern Kentucky University Counsel
133 Adams Lane\Richmond, KY\40475

Dr. M. Glynn Burke
Sr. Minister, Central Christian Church
205 East Short Street\Lexington, KY\40507

Mrs. Hazel Bynum
Co-Chairperson, Scott Countians Against Drugs
611 S. Hamilton\Georgetown, KY\40324

Mrs. Nanita Cates
School Teacher
1914 Port Royal Court\Lexington, KY\40504

Mr. Catesby W. Clay
President, Kentucky River Coal Company
200 West Vine Street\Lexington, KY\40508

Mr. Don Cloyd
President, Joe M. Hawkins Company
108 Stone Road\Lexington, KY\40503

Mrs. Barbara Cooper
Junior League Member
933 The Curtilage\Lexington, KY\40502

Mr. Roy D. Durbin
Council Member
3416 Lannette Lane\Lexington, KY\40503

Mr. Ercel Ellis, Treasurer
Self-Employed, WVLK Radio Station
730 Clay Kiser Pike\Paris, KY\40361

Ms. Leigh Griffin
Vice President, Progressive Insurance Company
2091 Spring Grove Avenue\Lexington, KY\40503

Mr. F. Lee Hess
Chief Executive Officer\Vine Street Trust
360 East Vine Street\Lexington, KY\40507

Mr. V. Sandy Hunsaker
President, Hunsaker Management Corporation
152 East Reynolds Road\Lexington, KY\40517

Mr. James S. Mahan, III
Chief Executive Officer, Cardinal Bancshares
400 East Vine\Lexington, KY\40507

Mr. Wesley Marion
Sageser Drugs/Pharmacist
392 Southland Drive\Lexington, KY\40503

Mr. Clyde W. Mauldin
Former President, Bank of Lexington
2 Waters Edge Place\Lexington, KY\40502

Mr. Thomas Merrill, III
Executive Vice-President, First Security
One First Security Plaza
Lexington, KY 40507

Mrs. Patricia Merritt
President, Fayette County Republican's Womens Club
905 Wishbone Circle\Lexington, KY\40502

Mr. John Pettus
President, SuperAmerica
2249 Abbeywood Drive\Lexington, KY\40515

Mrs. Nancy Potter
Businesswoman/Chasehouse Interiors Limited
215 North Mill Street\Lexington, KY\40507

Mr. Wayne L. Smith
President, Central Bank and Trust
Fincaid Towers\Lexington, KY\40507

Dr. Ronald E. Walton
Superintendent, Fayette County Public Schools
701 East Main Street\Lexington, KY\40502