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May 15 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 # P08856 (7)
1. Corporation Name
PRINCIPAL MARKETING SERVICES, INC.



Principal Place of Business: 711 HIGH ST. %BETTY CREIGHTON, LAW DEPT. DES MOINES IA 50392-0300 US
Mailing Address: 711 HIGH STREET %BETTY CREIGHTON, LAW DEPT DES MOINES IA 50392-0001 US

3. Date Incorporated or Qualified: 01/27/1986
3a. Date of Last Report: 04/24/1996
4. FEI Number: 42-1255850
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

21. Principal Place of Business: Suite, Apt. #, etc. City & State Zip Country
22. Mailing Address: Suite, Apt. #, etc. City & State Zip Country
23. Name and Address of Current Registered Agent: CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324

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: _____ DATE: _____
Signature, typed or printed name of registered agent and title if applicable (NOT - Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS	
TITLE	VP <input checked="" type="checkbox"/> DELETE
NAME	GARDNER, JENNIFER S.
STREET ADDRESS	1021 BRIAR RIDGE ROAD
CITY-ST-ZIP	W DES MOINES IA
TITLE	VT <input checked="" type="checkbox"/> DELETE
NAME	WISGERHOF, J.G.
STREET ADDRESS	7113 TWANA DR.
CITY-ST-ZIP	URBANDALE IA
TITLE	VS <input type="checkbox"/> DELETE
NAME	HOFFMAN, J. N.
STREET ADDRESS	5834 PLEASANT DR
CITY-ST-ZIP	DES MOINES IA
TITLE	PD <input checked="" type="checkbox"/> DELETE
NAME	KENNEDY, PAMELA S
STREET ADDRESS	13140 CEDARWOOD AVENUE
CITY-ST-ZIP	DES MOINES IA 50325
TITLE	V <input checked="" type="checkbox"/> DELETE
NAME	LEO, FLORY J.
STREET ADDRESS	5821 PLEASANT ST.
CITY-ST-ZIP	W. DES MOINES IA
TITLE	VP <input type="checkbox"/> DELETE
NAME	NARBER, GREGG R.
STREET ADDRESS	309 JORDAN DRIVE
CITY-ST-ZIP	W. DES MOINES IA

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Crew, Melissa D.
1.3 STREET ADDRESS	711 High Street
1.4 CITY-ST-ZIP	Des Moines, IA 50392
2.1 TITLE	T <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Bassett, Craig L.
2.3 STREET ADDRESS	711 High Street
2.4 CITY-ST-ZIP	Des Moines, IA 50392
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	711 High Street
3.4 CITY-ST-ZIP	Des Moines, IA 50392
4.1 TITLE	PD <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	McMahon, A. Micheal
4.3 STREET ADDRESS	711 High Street
4.4 CITY-ST-ZIP	Des Moines, IA 50392
5.1 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Gordon, William C.
5.3 STREET ADDRESS	711 High Street
5.4 CITY-ST-ZIP	Des Moines, IA 50392
6.1 TITLE	V <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	711 High Street
6.4 CITY-ST-ZIP	Des Moines, IA 50392 (See attachment A)

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: _____

CR2E034 (9/96)

Attachment A
Principal Marketing Services, Inc.
Directors and Officers

28-Apr-97

Director

Name, Title, and Date Elected

John Edward Aschenbrenner Chairman	4/9/97
Charles Robert Duncan	4/9/97
Stephan Lowry Jones	4/9/97
Michael Walter Keller	4/9/97
A. Micheal McMahon	4/9/97
Michael J. Streck	4/9/97

Officer

Name, Title, and Date Elected

A. Micheal McMahon President	4/15/97
Gregg Ross Narber Senior Vice President and General Counsel	4/15/97
Jerald L. Bogart Vice President	4/15/97
Melissa D. Crew Vice President	4/15/97
William Cedric Gordon Vice President	4/15/97
Kathryn M. Rupiper Vice President	4/15/97
David Paul Ellingson Vice President and Associate General Counsel	4/15/97
Douglas Craig Cunningham Vice President and Controller	4/15/97

Joyce Nixon Hoffman Vice President and Corporate Secretary	4/15/97
Craig Lawrence Bassett Treasurer	4/15/97
Mary Louise Bricker Assistant Corporate Secretary	4/15/97

Corporation Address/Address for all Directors and Officers
711 High Street, Des Moines, Iowa 50392