



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR** 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

|   |                  |   |   |                     |              |
|---|------------------|---|---|---------------------|--------------|
| 1. Corporate ID No.<br>93639  |                  | 2. Name of Corporation<br>Carriage Funeral Holdings, Inc. |   |                     |              |
| 3. Street Address Principal Business Office<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor  |                  |   | City<br>HOUSTON   | State<br>Tx         | Zip<br>77056 |
| 4. Business Phone No.<br>713-332-8400   |                  | 5. State of Incorporation<br>DELAWARE                     |   | 6. SIC Code<br>8532 |              |
| 7. Brief Description of the Character of Business Conducted in Rhode Island<br>TO OWN, MANAGE AND OPERATE FUNERAL HOMES, MORTUARIES AND CEMETERIES. |                  |   |   |                     |              |
| 8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS        |                  |   |   |                     |              |
| President Name<br>MELVIN C. PAYNE   |                  |   | Vice President Name<br>TERRY E. SANFORD                       |                     |              |
| Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor   |                  |   | Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor |                     |              |
| City<br>Houston   | State<br>Tx      | Zip<br>77056  | City<br>Houston   | State<br>Tx         | Zip<br>77056 |
| Secretary Name<br>JOSEPH SAVORITO, III  |                  |   | Treasurer Name<br>W. CLARK HARLOW                             |                     |              |
| Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor   |                  |   | Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor |                     |              |
| City<br>Houston   | State<br>Tx      | Zip<br>77056  | City<br>Houston   | State<br>Tx         | Zip<br>77056 |
| 9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS                  |                  |   |   |                     |              |
| Director Name<br>MELVIN C. PAYNE  |                  |   | Director Name<br>JOSEPH SAVORITO, III                         |                     |              |
| Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor   |                  |   | Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor |                     |              |
| City<br>Houston   | State<br>Tx      | Zip<br>77056  | City<br>Houston   | State<br>Tx         | Zip<br>77056 |
| 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>   |                  |   |   |                     |              |
| 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>   |                  |   |   |                     |              |
| AUTHORIZED SHARES   |                  |   | ISSUED SHARES   |                     |              |
| Number of Shares  | Class/Series     | Par Value   | Number of Shares  | Class/Series        | Par Value    |
| 1,000   | \$0.01 PAR VALUE |   | 1000  | Common              | .01          |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\*93639\*

FILED  
File Date Feb 22 2005  
Check No. 10017863  
By: KB-  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer Terry E. Sanford Date 2/16/05  
Print or Type Name of Officer  
TERRY E. SANFORD  
Title of Officer  
VP + Corporate Controller

| <u>Name</u>              | <u>Title</u>  | <u>Business Address</u>                            |
|--------------------------|---|--|
| <b><u>OFFICERS:</u></b>  |   |  |
| Melvin C. Payne          | Chairman, CEO & President                               | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Joseph Saporito III      | Exec VP, CFO & Secretary                                | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| James J. Benard          | SR. VP of Sales & Cem. Ops.                             | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| George J. Klug           | SR VP & Chief Information Off                           | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Charles D. Sidun         | Regional VP-Operations                                  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Kristen L. Seaboch       | VP & Controller- Cemetery and<br>Preneed Administration | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Terry E. Sanford         | Asst. Secretary/ VP/ Corp. Controller                   | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| W. Clark Harlow          | VP & Treasurer  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Jay D. Dodds             | Regional VP-Operations                                  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Larry D. Corey           | Regional VP-Operations                                  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Vince Hawkins            | Regional VP-Operations                                  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Michael Crahan           | Regional VP of Operations                               | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Reid A. Millard          | Vice President  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Greg M. Brudnicki        | President of Panhandle Ops                              | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| W. Fred Talley           | Pres. Fred Talley's Parkview                            | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Chesson Cloninger        | Pres. Powell Funeral Home of<br>Southern Pines          | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Chuck Jones              | Pres. Of Watson-King Funeral Home                       | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| <b><u>DIRECTORS:</u></b> |   |  |
| Melvin C. Payne          | Director  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Joseph Saporito III      | Director  | 1900 St. James Place, 4th Floor, Houston, TX 77056 |



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR** 2004

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|   |                |   |   |                     |              |
|---|----------------|---|---|---------------------|--------------|
| 1. Corporate ID No.<br>93639  |                | 2. Name of Corporation<br>Carriage Funeral Holdings, Inc. |   |                     |              |
| 3. Street Address Principal Business Office<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor  |                |   | City<br>Houston   | State<br>Texas      | Zip<br>77056 |
| 4. Business Phone No.<br>713-332-8400   |                | 5. State of Incorporation<br>DELAWARE                     |   | 6. SIC Code<br>8532 |              |
| 7. Brief Description of the Character of Business Conducted in Rhode Island<br>TO OWN, MANAGE AND OPERATE FUNERAL HOMES, MORTUARIES AND CEMETERIES. |                |   |   |                     |              |
| 8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS        |                |   |   |                     |              |
| President Name<br>Melvin C. Payne   |                |   | Vice President Name<br>Terry E. Sanford                             |                     |              |
| Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor   |                |   | Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor       |                     |              |
| City<br>Houston   | State<br>Tx    | Zip<br>77056  | City<br>Houston   | State<br>Tx         | Zip<br>77056 |
| Secretary Name<br>Joseph Saporito, III  |                |   | Treasurer Name<br>W. Clark Harlow                                   |                     |              |
| Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor   |                |   | Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor       |                     |              |
| City<br>Houston   | State<br>Tx    | Zip<br>77056  | City<br>Houston   | State<br>Tx         | Zip<br>77056 |
| 9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS                  |                |   |   |                     |              |
| Director Name<br>Melvin C. Payne  |                |   | Director Name<br>Joseph Saporito                                    |                     |              |
| Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor   |                |   | Street Address<br>1900 ST. JAMES PLACE, 4 <sup>th</sup> Floor       |                     |              |
| City<br>Houston   | State<br>Tx    | Zip<br>77056  | City<br>Houston   | State<br>Tx         | Zip<br>77056 |
| Director Name   |                |   | Director Name   |                     |              |
| Street Address  |                |   | Street Address  |                     |              |
| City  | State          | Zip   | City  | State               | Zip          |
| 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>   |                |   | 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> |                     |              |
| AUTHORIZED SHARES   |                |   | ISSUED SHARES   |                     |              |
| Number of Shares  | Class/Series   | Par Value   | Number of Shares  | Class/Series        | Par Value    |
| 1,000   | \$01 PAR VALUE |   | 1000  | Common              | .01          |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 9 3 6 3 9 \*

File Date 1/26/04  
Check No. 10010989  
By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer [Signature] Date 1/15/04  
TERRY E. SANFORD  
Print or Type Name of Officer  
VP + Corp. Controller  
Title of Officer

CARRIAGE FUNERAL HOLDINGS, INC.  
List of Corporate Officers

STATEMENT 1

| <u>Name</u>               | <u>Title</u>  | <u>SS #</u> | <u>Business Address</u>                            |
|---------------------------|---|-------------|--|
| <b><u>OFFICERS:</u></b>   |   |             |  |
| Melvin C. Payne           | Chairman, CEO & President                               | 426-82-4504 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Joseph Saporito III       | SR VP, CFO & Secretary                                  | 266-21-0207 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Jay D. Dodds              | Senior VP-Operations                                    | 508-82-5342 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| James J. Benard           | SR. VP of Sales & Cem. Ops.                             | 382-68-5206 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Mark L. Groeneman         | SR VP of Human Resources                                | 445-50-3151 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| George J. Klug            | SR VP & Chief Information Off                           | 278-40-9287 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Kristen L. Seaboch        | VP & Controller- Cemetery and<br>Preneed Administration | 484-90-1359 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Terry E. Sanford          | Asst. Secretary/ VPI Corp. Controller                   | 450-04-7398 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| W. Clark Harlow           | VP & Treasurer  | 591-07-9345 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Larry D. Corey            | Regional VP-Operations                                  | 557-86-1463 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Gary L. Korte             | Regional VP of Operations                               | 341-44-5823 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Greg M. Brudnicki         | President of Panhandle Ops                              | 261-23-3655 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| W. Fred Talley            | Pres. Fred Talley's Parkview<br>Chapel Funeral Home     | 257-72-4062 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Chesson Cloninger         | Pres. Powell Funeral Home of<br>Southern Pines          | 240-46-6037 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Chad Woody                | Pres. Watson- King Funeral Home                         | 435-33-9422 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Walter T. Stephenson, Jr. | Pres. Watson- King Hamlet<br>Funeral Home               | 245-94-6585 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| <b><u>DIRECTORS:</u></b>  |   |             |  |
| Melvin C. Payne           | Director  | 426-82-4504 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |
| Joseph Saporito III       | Director  | 266-21-0207 | 1900 St. James Place, 4th Floor, Houston, TX 77056 |



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **93639** 2. Name of Corporation **Carriage Funeral Holdings, Inc.**  
3. Street Address Principal Business Office **1900 St James Place, 4<sup>th</sup> Floor** City **HOUSTON** State **TX** Zip **77056**  
4. Business Phone No. **713.332-8400** 5. State of Incorporation **DELAWARE** 6. SIC Code **8532**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**Deathcare Services**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS**

|   |  |
|---|--|
| President Name<br><b>Melvin C. Payne</b><br>Street Address<br><b>1900 St. James Place, 4<sup>th</sup> Floor</b><br>City <b>Houston</b> State <b>Tx</b> Zip <b>77056</b>     | Vice President Name<br><b>Joseph Saporito III</b><br>Street Address<br><b>1900 St. James Place, 4<sup>th</sup> Floor</b><br>City <b>Houston</b> State <b>Tx</b> Zip <b>77056</b> |
| Secretary Name<br><b>Joseph Saporito III</b><br>Street Address<br><b>1900 St. James Place, 4<sup>th</sup> Floor</b><br>City <b>Houston</b> State <b>Tx</b> Zip <b>77056</b> | Treasurer Name<br><b>W. Clark Harlow</b><br>Street Address<br><b>1900 St. James Place, 4<sup>th</sup> Floor</b><br>City <b>Houston</b> State <b>Tx</b> Zip <b>77056</b>          |

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

|  |  |
|--|--|
| Director Name<br><b>Melvin C. Payne</b><br>Street Address<br><b>1900 St. James Place, 4<sup>th</sup> Floor</b><br>City <b>Houston</b> State <b>Tx</b> Zip <b>77056</b> | Director Name<br><b>Joseph Saporito III</b><br>Street Address<br><b>1900 St. James Place, 4<sup>th</sup> Floor</b><br>City <b>Houston</b> State <b>Tx</b> Zip <b>77056</b> |
|--|--|

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
**1,000 \$0.01 PAR VALUE**

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES  
Number of Shares Class/Series Par Value  
**1000 Common .01**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 9 3 6 3 9 \*

File Date: 10004963  
Check No.: 800  
By: 2/19/03

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Terry E. Sanford 2/19/03  
Signature of Officer Date

Terry E. Sanford  
Print or Type Name of Officer  
Vice President's Corporate Controller  
Title of Officer

| Name                     | Title   | Business Address                                     |
|--------------------------|---|--|
| <b>OFFICERS:</b>         |   |  |
| Melvin C. Payne          | Chairman, CEO & President                               | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Joseph Saporito III      | SR VP, CFO & Secretary                                  | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Jay D. Dodds             | Senior VP-Operations                                    | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| James J. Benard          | SR VP of Sales & Cem. Ops.                              | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Mark L. Groaneman        | SR VP of Human Resources                                | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| George J. Klug           | SR VP & Chief Information Off                           | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Kristen L. Seaboch       | VP & Controller- Cemetery and<br>Preneed Administration | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Terry E. Sanford         | Secretary/ VP/ Corp. Controller                         | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| W. Clark Harlow          | VP & Treasurer  | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Marsha L. Morris         | VP - Special Projects                                   | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Larry D. Corey           | Regional VP-Operations                                  | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Gary M. Nelson           | Regional VP of Operations                               | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| David H. McFarland       | Regional VP of Operations                               | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Greg M. Brudnicki        | President of Panhandle Ops                              | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Gary L. Korte            | Regional VP of Operations                               | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| W. Fred Talley           | Pres. Fred Talley's Parkview<br>Chapel Funeral Home     | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Chesson Cloninger        | Pres. Powell Funeral Home of<br>Southern Pines          | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Chad Woody               | Pres. Watson- King Funeral Home                         | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Walter T. Stephenson, Jr | Pres. Watson- King Hamlet<br>Funeral Home               | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Ronn D. Heise            | Pres. Lamb-Roberts-Heise<br>Funeral Home                | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| <b>DIRECTORS:</b>        |   |  |
| Melvin C. Payne          | Director  | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Joseph Saporito III      | Director  | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 93639 2. Name of Corporation Carriage Funeral Holdings, Inc.  
3. Street Address Principal Business Office 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor City Houston State Tx Zip 77056  
4. Business Phone No. 713-332-8400 5. State of Incorporation DELAWARE 6. SIC Code 8532

7. Brief Description of the Character of Business Conducted in Rhode Island

DEATHCARE SERVICES

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) \*FILL IN SPACES BEFORE USING ATTACHMENTS

President Name MELVIN C. PAYNE Vice President Name THOMAS C. LIVENGOOD  
Street Address 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor Street Address 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor  
City Houston State Tx Zip 77056 City Houston State Tx Zip 77056  
Secretary Name THOMAS C. LIVENGOOD Treasurer Name W. CLARK HARLOW  
Street Address 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor Street Address 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor  
City Houston State Tx Zip 77056 City Houston State Tx Zip 77056

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name MELVIN C. PAYNE Director Name THOMAS C. LIVENGOOD  
Street Address 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor Street Address 1900 ST. JAMES PLACE, 4<sup>th</sup> Floor  
City Houston State Tx Zip 77056 City Houston State Tx Zip 77056

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
1,000 \$0.01 PAR VALUE

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

ISSUED SHARES  
Number of Shares Class/Series Par Value  
1000 COMM .01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 9 3 6 3 9 \*

2-25-02

File Date: \_\_\_\_\_

Check No.: 10041406

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] Date 2/25/02

TERRY E. SANFORD

VP + Corp Controller

**CARRIAGE FUNERAL HOLDINGS, INC.**  
**List of Corporate Officers**

**STATEMENT 1**

| <b>Name</b>         | <b>Title</b>                     | <b>Business Address</b>                              |
|---------------------|----------------------------------|--|
| <b>OFFICERS:</b>    |                                  |  |
| Melvin C. Payne     | Chairman, CEO & President        | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Thomas C. Livengood | Exec. VP, CFO & Secretary        | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Jay D. Dodds        | Senior VP-Operations             | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| James J. Benard     | SR. VP of Sales & Cem. Ops.      | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Mark L. Groeneman   | SR VP of Human Resources         | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| George J. Klug      | VP & Chief Information Off       | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Marsha L. Morris    | VP Controller Cem & Prnd.        | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Terry E. Sanford    | VP Corp. Controller & Asst. Sec. | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| W. Clark Harlow     | VP & Treasurer                   | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Robert Hensley, III | Regional VP-Operations           | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Larry D. Corey      | Regional VP-Operations           | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Gary M. Nelson      | Regional VP of Operations        | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| David H. McFarland  | Regional VP of Operations        | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Greg M. Brudnicki   | President of Panhandle Ops       | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| <b>DIRECTORS:</b>   |                                  |  |
| Melvin C. Payne     | Director                         | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |
| Thomas C. Livengood | Director                         | 1900 St. James Place, 4th Floor<br>Houston, TX 77056 |



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **93639** 2. Name of Corporation **Carriage Funeral Holdings, Inc.**  
 3. Street Address Principal Business Office **1900 St. James Place, 4th Floor** City **Houston** State **TX** Zip **77056**  
 4. Business Phone No. **713-332-8400** 5. State of Incorporation **DELAWARE** 6. SIC Code **8532**  
 7. Brief Description of the Character of Business Conducted in Rhode Island **Deathcare Services**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) - FILL IN SPACES BEFORE USING ATTACHMENTS**

|  |  |
|--|--|
| President Name<br><b>Melvin C. Payne</b>                 | Vice President Name<br><b>Thomas C. Livengood</b>        |
| Street Address<br><b>1900 St. James Place, 4th Floor</b> | Street Address<br><b>1900 St. James Place, 4th Floor</b> |
| City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>     | City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>     |
| Secretary Name<br><b>Thomas C. Livengood</b>             | Treasurer Name<br><b>Timothy R. McBroom</b>              |
| Street Address<br><b>1900 St. James Place, 4th Floor</b> | Street Address<br><b>1900 St. James Place, 4th Floor</b> |
| City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>     | City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>     |

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) - FILL IN SPACES BEFORE USING ATTACHMENTS**

|  |                |
|--|----------------|
| Director Name<br><b>Melvin C. Payne</b>                  | Director Name  |
| Street Address<br><b>1900 St. James Place, 4th Floor</b> | Street Address |
| City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>     | City State Zip |
| Director Name  | Director Name  |
| Street Address   | Street Address |
| City State Zip   | City State Zip |

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

| AUTHORIZED SHARES | Class/Series            | Par Value |
|-------------------|-------------------------|-----------|
| <b>1,000</b>      | <b>\$ .01 PAR VALUE</b> |           |

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

| ISSUED SHARES | Class/Series | Par Value  |
|---------------|--------------|------------|
| <b>1000</b>   | <b>comm</b>  | <b>.01</b> |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 9 3 6 3 9 \*

File Date: 2/12  
 Check No: 10034095  
 By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 2/8/01  
 Print or Type Name of Officer: Terry E. Sanford  
 Title of Officer: Vice President, Corporate Controller



**CARRIAGE FUNERAL HOLDINGS, INC.**  
**List of Corporate Officers**

**STATEMENT 1**

| <b>NAME</b>         | <b>TITLE</b>                | <b>ADDRESS</b>                                     | <b>PHONE #</b> |
|---------------------|-----------------------------|--|----------------|
| Melvin C. Payne *   | Chairman,CEO & President    | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Thomas C. Livengood | Exec VP,CFO & Secretary     | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Jay D. Dodds        | Senior VP - Operations      | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Reid A. Millard     | VP - Corp Development       | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Dan M. Stevens      | VP - Corp. Development      | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Mark F. Wilson      | Vice President              | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Greg M. Brudnicki   | Vice President              | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Stuart C. Cater     | V.P. & CIO                  | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Marsha L. Morris    | VP-Operations Controller    | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Terry Sanford       | VP-Corp. Cont. & Asst. Sec. | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Timothy R. McBroom  | Assistant-V.P. & Treasurer  | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Britt T. Hatfield   | VP - Operations             | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Jeff L. Fisher      | VP - Operations             | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Robert Hensley, III | VP-Operations               | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Mark L. Groneman    | VP - Human Resources        | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |
| Larry D. Corey      | VP-Operations               | 1900 St. James Place, 4th Floor, Houston, TX 77056 | 713-332-8400   |

\* Directors of Corporation



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **93639** 2. Name of Corporation **Carriage Funeral Holdings, Inc.**  
3. Street Address Principal Business Office **1300 Post Oak Blvd., Suite 1500** City **Houston** State **TX** Zip **77056**  
4. Business Phone No. **281-556-7450** 5. State of Incorporation **DELAWARE** 6. SIC Code **8532**  
7. Brief Description of the Character of Business Conducted in Rhode Island

**Deathcare**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS**

|   |  |
|---|--|
| President Name<br><b>Mark W. Duffey</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b><br>Secretary Name<br><b>Thomas C. Livengood</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> | Vice President Name<br><b>Thomas C. Livengood</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b><br>Treasurer Name<br><b>Timothy R. McBroom</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> |
|---|--|

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

|   |  |
|---|--|
| Director Name<br><b>Melvin C. Payne</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> | Director Name<br><b>Mark W. Duffey</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> |
|---|--|

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
**1,000 \$ .01 PAR VALUE**

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES  
Number of Shares Class/Series Par Value  
**1000 comm 0.01**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 9 3 6 3 9 \*

File Date: 2/22/00

Check No.: 10026756

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2/17/00  
Signature of Officer Date

**Terry E. Sanford**  
Print or Type Name of Officer

**Vice-President & Corporate Controller**

Title of Officer

| <b>NAME</b>         | <b>TITLE</b>               | <b>ADDRESS</b>                                     | <b>SS #</b> | <b>DOB</b> | <b>PHONE #</b> |
|---------------------|----------------------------|--|-------------|------------|----------------|
| Melvin C. Payne *   | Chairman & CEO             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 426-82-4504 | 01/08/43   | 281-556-7450   |
| Mark W. Duffey *    | President & Asst. Secretar | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 301-48-6993 | 07/08/58   | 281-556-7450   |
| Thomas C. Livengood | Exec VP & CFO              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 515-56-7464 | 07/07/55   | 281-556-7450   |
| Russell W. Allen    | Exec VP-Operations         | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 431-80-6916 | 03/25/47   | 281-556-7450   |
| Gary O' Sullivan    | Senior VP-Marketing        | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 248-92-0186 | 11/13/52   | 281-556-7450   |
| Jay D. Dodds        | Senior VP - Operations     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 508-82-5342 | 09/06/60   | 281-556-7450   |
| Kevin Daniels       | Senior VP - Operations     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 222-44-1633 | 08/05/57   | 281-556-7450   |
| Reid A. Millard     | VP - Corp. Development     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 269-66-0905 | 04/12/59   | 281-556-7450   |
| Dan M. Stevens      | VP - Corp. Development     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 291-36-7249 | 12/28/41   | 281-556-7450   |
| Mark F. Wilson      | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 559-68-6571 | 07/18/60   | 281-556-7450   |
| Scott Newton        | Vice-President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 452-11-4959 | 06/10/68   | 281-556-7450   |
| Michael S. Lade     | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 455-94-3831 | 10/10/56   | 281-556-7450   |
| Greg M. Brudnicki   | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 261-23-3655 | 07/11/58   | 281-556-7450   |
| Stuart C. Cater     | V P. & CIO                 | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 121-42-8537 | 08/11/55   | 281-556-7450   |
| Marsha L. Morris    | VP-Operations Controller   | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 464-86-5699 | 03/14/63   | 281-556-7450   |
| Terry Sanford       | VP-Corporate Controller    | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 450-04-7398 | 06/02/52   | 281-556-7450   |
| Timothy R. McBroom  | Assistant-V.P & Treasurer  | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 585-17-6405 | 11/15/53   | 281-556-7450   |
| Britt T. Hatfield   | VP - Operations            | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 465-96-7743 | 09/25/60   | 281-556-7450   |
| Jeff L. Fisher      | VP - Operations            | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 548-72-8414 | 03/18/59   | 281-556-7450   |
| Michael J. Watkins  | VP-Operations              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 459-31-9605 |            |                |
| Robert Hensley, III | VP-Operations              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 278-56-5978 |            |                |
| Jeffrey W. Hicks    | VP-Operations              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 | 307-74-4826 |            |                |

\* Directors of Corporation



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **93639** 2. Name of Corporation **Carriage Funeral Holdings, Inc.**  
3. Street Address Principal Business Office **1300 Post Oak Blvd., Suite 1500** City **Houston** State **TX** Zip **77056**  
4. Business Phone No. **281-556-7450** 5. State of Incorporation **Delaware** 6. SIC Code **8532**

7. Brief Description of the Character of Business Conducted in Rhode Island

**Deathcare Services**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

|  |  |
|--|--|
| President Name<br><b>Mark W. Duffey</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>      | Vice President Name<br><b>Russell W. Allen</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> |
| Secretary Name<br><b>Thomas C. Livengood</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> | Treasurer Name<br><b>Timothy R. McBroom</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b>    |

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

|   |  |
|---|--|
| Director Name<br><b>Melvin C. Payne</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> | Director Name<br><b>Mark W. Duffey</b><br>Street Address<br><b>1300 Post Oak Blvd., Suite 1500</b><br>City <b>Houston</b> State <b>TX</b> Zip <b>77056</b> |
|---|--|

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

| AUTHORIZED SHARES | Class/Series | Par Value |
|-------------------|--------------|-----------|
| 1000              | A            | .01       |

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

| ISSUED SHARES | Class/Series | Par Value |
|---------------|--------------|-----------|
| 1000          | A            | .01       |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date: 7.20.99  
Check No.: 10077069  
By: KD  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 7/13/99  
Print or Type Name of Officer: Terry E. Sanford  
Title of Officer: Vice-President & Corporate Controller

**CARRIAGE FUNERAL HOLDINGS, INC.**  
**List of Corporate Officers**

**STATEMENT 1**

| <b>NAME</b>         | <b>TITLE</b>               | <b>ADDRESS</b>                                     |
|---------------------|----------------------------|--|
| Melvin C. Payne *   | Chairman & CEO             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Mark W. Duffey *    | President                  | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Thomas C. Livengood | Exec VP & CFO              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Russell W. Allen    | Exec VP-Operations         | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Gary O' Sullivan    | Senior VP-Marketing        | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Jay D. Dodds        | Senior VP - Operations     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Kevin Daniels       | Senior VP - Operations     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Reid A. Millard     | VP - Corp. Development     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Dan M. Stevens      | VP - Corp. Development     | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Mark F. Wilson      | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| L. Anthony Crespo   | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Scott Newton        | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Michael S. Lade     | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Greg M. Brudnicki   | Vice President             | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Stuart C. Cater     | V.P. & CIO                 | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Marsha L. Morris    | VP-Operations Controller   | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Terry Sanford       | VP-Corporate Controller    | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Timothy R. McBroom  | Assistant-V.P. & Treasurer | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Britt T. Hatfield   | VP - Operations            | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Jeff L. Fisher      | VP - Operations            | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Michael J. Watkins  | VP-Operations              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Robert Hensley, III | VP-Operations              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |
| Nancy M. Simon      | VP-Operations              | 1300 Post Oak Blvd., Suite 1500, Houston, TX 77056 |

\* Directors of Corporation

**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **93639** 2. Name of Corporation **Carriage Funeral Holdings, Inc.**

3. Street Address Principal Business Office  
**1300 Post Oak Blvd., Suite 1500**  
City **Houston** State **Texas** Zip **77056**

4. Business Phone No. **(281) 556-7450** 5. State of Incorporation **DELAWARE** 6. SIC Code **8532**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**Deathcare Services**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) X**

President Name **Mark W. Duffey**  
Street Address **1300 Post Oak Blvd., Suite 1500**  
City **Houston** State **Texas** Zip **77056**  
Secretary Name **Thomas C. Livengood**

Vice President Name **Russell W. Allen**  
Street Address **1300 Post Oak Blvd., Suite 1500**  
City **Houston** State **Texas** Zip **77056**  
Treasurer Name **N/A**

Street Address **1300 Post Oak Blvd., Suite 1500**  
City **Houston** State **Texas** Zip **77056**

Street Address **N/A**  
City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) X**

Director Name **Melvin C. Payne**  
Street Address **1300 Post Oak Blvd, Suite 1500**  
City **Houston** State **Texas** Zip **77056**

Director Name **Mark W. Duffey**  
Street Address **1300 Post Oak Blvd., Suite 1500**  
City **Houston** State **Texas** Zip **77056**

Street Address \_\_\_\_\_  
City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Street Address \_\_\_\_\_  
City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

| AUTHORIZED SHARES | Class/Series | Par Value       |
|-------------------|--------------|-----------------|
| 1,000             |              | \$.01 PAR VALUE |

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

| ISSUED SHARES | Class/Series | Par Value |
|---------------|--------------|-----------|
| 1,000         | A            | .01       |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 4-20-98  
Check No.: 10013108  
By: UP

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: Terry E. Sanford Date: Feb. 13, 1998  
Print or Type Name of Officer: Terry E. Sanford  
Title of Officer: Financial Controller

**CARRIAGE FUNERAL HOLDINGS, INC.  
LIST OF OFFICERS & DIRECTORS**

| <b>Name</b>         | <b>Title</b>                | <b>Business Address</b>                              |
|---------------------|-----------------------------|--|
| <b>OFFICERS:</b>    |                             |  |
| Melvin C. Payne     | Chairman & CEO              | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Mark W. Duffey      | President & Asst. Secretary | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Thomas C. Livengood | Exec. VP, CFO & Secretary   | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Russell W. Allen    | Exec. VP-Operations         | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Gary O'Sullivan     | Sr. VP-Marketing            | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Reid A. Millard     | VP-Corporate Development    | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| L. Anthony Crespo   | Vice President              | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| David R. Richardson | Vice President              | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Marsha L. Morris    | Operations Controller       | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Terry E. Sanford    | Financial Controller        | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Jay D. Dodds        | VP-Operations               | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Britt T. Hatfield   | VP-Operations               | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Kevin Daniels       | VP-Operations               | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| <b>DIRECTORS:</b>   |                             |  |
| Melvin C. Payne     | Chairman/CEO                | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |
| Mark W. Duffey      | President                   | 1300 Post Oak Blvd., Suite 1500<br>Houston, TX 77056 |