

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

FILED
Apr 29 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 822976

1. Corporation Name

M&I FIRST NATIONAL LEASING CORP.

Principal Place of Business 250 EAST WISCONSIN AVENUE, SUITE 1400 MILWAUKEE, WI 53202	Mailing Address 250 EAST WISCONSIN AVENUE, SUITE 1400 MILWAUKEE, WI 53202
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
6/27/69

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	4. FEI Number 39-1168502 Applied For Not Applicable	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 owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No
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9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

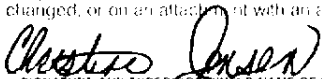
81 Name	82 Street Address (P.O. Box Number is Not Acceptable)	83	84 City	85 Zip Code
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing 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 _____ (Signature, typed or printed name of individual signing agent, and title, if applicable) (NOT Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	1.1 TITLE	1.2 NAME
STREET ADDRESS	CITY-ST-ZIP	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP
TITLE	NAME	2.1 TITLE	2.2 NAME
STREET ADDRESS	CITY-ST-ZIP	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP
TITLE	NAME	3.1 TITLE	3.2 NAME
STREET ADDRESS	CITY-ST-ZIP	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP
TITLE	NAME	4.1 TITLE	4.2 NAME
STREET ADDRESS	CITY-ST-ZIP	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP
TITLE	NAME	5.1 TITLE	5.2 NAME
STREET ADDRESS	CITY-ST-ZIP	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP
TITLE	NAME	6.1 TITLE	6.2 NAME
STREET ADDRESS	CITY-ST-ZIP	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP

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:  CHRISTINE JENSEN, ASST. V.P. 4/20/98 (414)272-9717

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (10/97)

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1411 FIRST NATIONAL LEASING CORP.
250 East Wisconsin Avenue, Suite 1400
Milwaukee WI 53202
(414) 272-2374

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Officers	Title	Residence Address	Business Address	Social Security Number	Date Becoming an Officer/Director for Perpetual Term
Cassey J. Kolp	President	885E Rocky Point Road, Brookfield WI 53005	250 E. Wisconsin Avenue, Milwaukee WI 53202	399-38-0124	May 15, 1984
Sandra J. Steele	Asst Vice President, Asst Secretary	10180-H Walnut Edge Circle, Franklin WI 53132	250 E. Wisconsin Avenue, Milwaukee WI 53202	468-46-1166	April 8, 1975
Michael Hartfield	Secretary	6031 N. Lake Drive, Waukegan Bay WI 53217	770 N. Water Street, Milwaukee WI 53202	310-46-0424	April 13, 1982
Weston Rowan	Senior Vice President	5130 Russel Drive, Greendale WI 53129	250 E. Wisconsin Avenue, Milwaukee WI 53202	335-30-3637	April 6, 1986
Donald Davies	Vice President	3470 Eastridge Ct., NE, Grand Rapids MI 49506	3040 Charlevoix Dr., SE, Grand Rapids MI 49546	269-36-8432	February 8, 1991
Richard McKown	Vice President	15000 W. Cleveland Ave., #7, New Berlin WI 53151	250 E. Wisconsin Avenue, Milwaukee WI 53202	390-38-3393	April 14, 1992
David Carl	Vice President/Credit	3580 N. Goetz, Brookfield WI 53005	250 E. Wisconsin Avenue, Milwaukee WI 53202	387-38-3404	May 10, 1984
Freddie S. Fial	Treasurer/Controller	N27 W22356 Stonewood Lane, Waukegan WI 53166	250 E. Wisconsin Avenue, Milwaukee WI 53202	392-66-3771	May 10, 1984
Thomas Podewils	Vice President	16423 N. 55 Place, Scottsdale AZ 85254	One E. Camelback Rd., Ste. 650, Phoenix AZ 85012	267-57-7543	May 10, 1984
Timothy J. Hansen	Vice President-Administration	15175 W. Woodland Drive, New Berlin WI 53151	250 E. Wisconsin Avenue, Milwaukee WI 53202	382-48-4464	May 10, 1984
Julie M. Foley-Gritfin	Vice President	109 Mercury Court, Mukwonago WI 53149	250 E. Wisconsin Avenue, Milwaukee WI 53202	388-54-0643	May 10, 1984
Joseph M. Frazer	Assistant Vice President	WI 46 N10819 Heritage Pky, Germantown WI 53022	250 E. Wisconsin Avenue, Milwaukee WI 53202	397-80-7966	April 15, 1987
Bradley J. Hansen	Chairman & CEO	20670 Manchester Court, Brookfield WI 53045	250 E. Wisconsin Avenue, Milwaukee WI 53202	330-48-9512	May 28, 1987
Ronald D. Kennedy	Vice President	2015 44th Street, Des Moines IA 50310	1200 Valley West Dr., Ste 304-3, West Des Moines IA 50265	482-78-0136	July 15, 1987
Randi A. Wright	Vice President	198 Washington Street, Westford PA 15080	7500 Broctree Drive, Westford PA 15090	167-48-5197	July 15, 1987
Mark Trojgas	Vice President	2585 Darling Road, Blackick OH 43004	7550 State Ridge Blvd., Reynoldsburg OH 43068	285-56-6231	July 15, 1987
Paul Hoffman	Vice President	5571 Hugo Road, White Bear Lake MN 55110	1700 West Hwy. 36, Roseville MN 55113	473-66-4174	October 21, 1987
John J. Langenohl	Assistant Vice President	2122 N. 53 Street, Milwaukee WI 53208	250 E. Wisconsin Avenue, Milwaukee WI 53202	382-56-9414	October 21, 1987
Nicole M. Urbane	Assistant Vice President	1388 Linley Ridge Road, Atlanta GA 30329	1080 Holcomb Bridge Road, Roswell GA 30076	252-78-2113	October 21, 1987
Christine L. Jensen	Assistant Vice President	S83 W24375 Arden Avenue, Mukwonago WI 53149	250 E. Wisconsin Avenue, Milwaukee WI 53202	389-70-8145	November 18, 1987
Judy A. Hyde	Assistant Vice President	3412 N. Bardet, Milwaukee WI 53211	250 E. Wisconsin Avenue, Milwaukee WI 53202	396-66-4157	November 18, 1987
		12860 W. Washersone Court, New Berlin WI 53151	250 E. Wisconsin Avenue, Milwaukee WI 53202	391-58-1648	November 18, 1987
		5182 Woodbridge Lane, Greenfield WI 53221	250 E. Wisconsin Avenue, Milwaukee WI 53202	399-38-0278	November 18, 1987
Directors					
Cassey J. Kolp		885E Rocky Point Road, Brookfield WI 53005	250 E. Wisconsin Avenue, Milwaukee WI 53202	399-38-0124	May 15, 1984
James B. Wiegand		6424 N. Lake Drive, Milwaukee WI 53217	770 N. Water Street, Milwaukee WI 53202	398-34-7954	December 17, 1974
Jack F. Kohner		2310 W. Bancroft Ct., Mequon WI 53092	1215 N. 62 Street, Wauwatosa WI 53213	397-03-0908	December 12, 1975
Donald G. Meckman		2405 N. Hill Road, Oconomowoc WI 53066	2101 W. Purdue Street, Milwaukee WI 53209	374-32-0294	May 14, 1980
Asher Nichols		6121 N. Bay Ridge, Waukegan Bay WI 53217	770 N. Water Street, Milwaukee WI 53202	387-26-1604	August 1, 1983
Franklyn Eisenberg		1348 Cedar Creek Parkway, Graton WI 53024	4051 N. 27 Street, Milwaukee WI 53216	387-30-0805	April 12, 1984
Mark R. Hogan		2510 N. 90th Street, Wauwatosa WI 53226	770 N. Water Street, Milwaukee WI 53202	382-48-9785	January 1, 1987
Joseph M. Frazer		20670 Manchester Court, Brookfield WI 53045	250 E. Wisconsin Avenue, Milwaukee WI 53202	330-48-9512	May 28, 1987