

FILE NOW: FILING FEE IS \$61.25

06-08-1999 90014038 \*\*\*61.25  
827968

<b>NONPROFIT CORPORATION ANNUAL REPORT 1999</b>		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 99 AUG 11 PM 2:46
<b>DOCUMENT # 827968</b>				
1. Corporation Name <b>NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION</b>				
Principal Place of Business 2201 COOPERATIVE WAY HERNDON, VA 22071-3025		Mailing Address 2201 COOPERATIVE WAY HERNDON, VA 22071-3025		
21	2. Principal Place of Business	26	2a. Mailing Address	3. Date Incorporated or Qualified
	Suite, Apt. #, etc.		Suite, Apt. #, etc.	5/15/1972
22	City & State	27	City & State	4. FEI Number
				52-0891669
23	Zip	28	Zip	5. Certificate of Status Desired
	Country		Country	<input type="checkbox"/> \$8.75 Additional Fee Required
24	Country	29	Country	6. Election Campaign Financing Trust Fund Contribution
				<input type="checkbox"/> \$5.00 May Be Added to Fees
8. Name and Address of Current Registered Agent CT CORPORATION 1200 SOUTH 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 617.0502 and 617.1506, 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 617.0503, Florida Statutes.				
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____				
12. OFFICERS AND DIRECTORS				
TITLE		<input type="checkbox"/> DELETE	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
NAME			1.1 TITLE	PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS			1.2 NAME	BENSON HAM
CITY - ST - ZIP			1.3 STREET ADDRESS	PO BOX 403
			1.4 CITY - ST - ZIP	SMARR, GA 31086
TITLE		<input type="checkbox"/> DELETE	2.1 TITLE	SEE ATTACHED LISTING <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME			2.2 NAME	
STREET ADDRESS			2.3 STREET ADDRESS	
CITY - ST - ZIP			2.4 CITY - ST - ZIP	
TITLE		<input type="checkbox"/> DELETE	3.1 TITLE	
NAME			3.2 NAME	
STREET ADDRESS			3.3 STREET ADDRESS	
CITY - ST - ZIP			3.4 CITY - ST - ZIP	
TITLE		<input type="checkbox"/> DELETE	4.1 TITLE	
NAME			4.2 NAME	
STREET ADDRESS			4.3 STREET ADDRESS	
CITY - ST - ZIP			4.4 CITY - ST - ZIP	
TITLE		<input type="checkbox"/> DELETE	5.1 TITLE	
NAME			5.2 NAME	
STREET ADDRESS			5.3 STREET ADDRESS	
CITY - ST - ZIP			5.4 CITY - ST - ZIP	
TITLE		<input type="checkbox"/> DELETE	6.1 TITLE	
NAME			6.2 NAME	
STREET ADDRESS			6.3 STREET ADDRESS	
CITY - ST - ZIP			6.4 CITY - ST - ZIP	

CR2E037 (11/88)

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(c), 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 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or as an attachment with an address, with all other like empowered.

SIGNATURE: Steven L. Lilly Steven L. Lilly 4/26/99 703  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

**NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION  
1999 OFFICERS AND DIRECTORS**

571684-90014-38  
827968

**President:** Benson Ham  
PO Box 403  
Smarr, GA 31086

**Vice President:** R. B. Sloan  
c/o Energy United EMC.  
PO Box 1831  
Highway 64 & East Broad  
Statesville, NC 28687-1831

**Secretary-Treasurer:** Wade Hensel  
BENCO Electric Cooperative  
PO Box 8  
Highway 169 South  
Mankato, MN 56002-0008

**Governor & CEO:** Sheldon Petersen  
2201 Cooperative Way  
Herndon, VA 22071-3025

**Other Officers:**

Robert J. Occhi  
Chairman, Loan Committee  
c/o Coast EPA  
P.O. Box 2430  
302 Highway 90  
Bay St. Louis, MS 39521

Steven L. Lilly  
Sr. VP & Chief Financial Officer  
Route 2, Lot 35  
Bealeton, VA 22712

David J. Hedberg  
Sr. VP for Strategic Services  
13135 Curved Iron Road  
Herndon, VA 22071

Richard Laroche  
Sr. VP of Corporate Relations  
398 Parker Ave.  
Falls Church, VA 22046

John J. List  
Sr. VP of Member Services  
3919 Aspen Street  
Chevy Chase, MD 20815

Layne Morrill  
Chairman, Corporate Relations Committee  
Shepherd of the Hills Realtors  
PO Box 307  
Kimberly City, MO 65686

Brian Schlagel  
Chairman, Finance Advisory Committee  
15645 Headlight Mile Rd  
Strasburg, CO 80136

John Evans  
Sr. VP of Operations  
14913 Kelley Farm Dr.  
Darnestown, MD 20874

BOARD OF DIRECTORS

571684-9001438  
827968

Benson Ham  
PO Box 403  
Smarr, GA 31086

Alden Flakoll  
RR #1, Box 5  
Forbes, ND 58439-9205

Wade Hensei  
BENCO Electric Cooperative  
PO Box 8  
Mankato, MN 56002-0008

Kenneth Krueger  
2410 West Spring Creek Road  
Kalispell, MT 59901

James Andrew  
240 Highway 24, West  
Waynesboro, GA 30830

Eugene Meier  
W. 11 251 Highway 10  
Prescott, WI 54021

R. Layne Morrill  
Shepherd of the Hills Realtors  
PO Box 307  
Kimberly City, MO 65686

Robert J. Occhi  
PO Box 2430  
302 Highway 90  
Bay St. Louis, MS 39521

Michael Pigott  
PO Box 970  
Highway 171 South  
DeRidder, LA 70634-0970

Steve Louder  
PO Box 753  
Hereford, TX 79045

R. B. Sloan  
PO Box 1831  
Highway 64 and East Broad  
Statesville, NC 28687

Thomas Stevenson  
PO Box 229  
10125 West Watergate Rd.  
Cadillac, MI 49601-0229

Cliff Stewart  
PO Box 226  
3275 Baker Street  
Baker City, OR 97814

Robert D. Stroup  
Stroup's Custom Kitchen Baths  
228 E. Washington Street  
Shelbyville, IN 46176

Robert Wade  
229 Bob Wade Rd.  
Elizabethtown, NY 42701

Robert O. Williams  
PO Box 150  
1630 York Road  
York, SC 29745

Eldwin Wixson  
13 Buckland Avenue  
Plymouth, NH 03264

Tim Recves  
Rt. 4, Box 607  
Marion, IL 62957

Brian Schlagel  
15645 Headlight Mile Rd.  
Strasburg, CO 80136

Glenn English  
NRECA  
4301 Wilson Blvd.  
Arlington, VA 22203-1860

Robert Caudle  
1210 West Avenue K  
Lovington, NM 88260

James Hudelson  
WYRULEC Company  
PO Box 359  
500 Main Street  
Lingle, WY 82223-0359