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**Apr 17 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 # 836898 (7)
1. Corporation Name
CANANWILL, INC.



Principal Place of Business: **1234 MARKET STREET SUITE 340 PHILADELPHIA PA 19107**
Mailing Address: **1234 MARKET STREET SUITE 340 PHILADELPHIA PA 19107-3728**

3. Date Incorporated or Qualified: **08/24/1976**
3a. Date of Last Report: **05/01/1996**

21. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
22. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	23-1722081	Not Applicable
23. City & State	27. City & State	5. Certificate of Status Desired	<input type="checkbox"/> \$8.75 Additional Fee Required
24. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/> \$5.00 May Be Added to Fees
25. Country	29. Country	30. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input type="checkbox"/> Yes <input type="checkbox"/> No

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

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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PCEO <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ZITIN, GILBERT	1.2 NAME	
STREET ADDRESS	230 W MONROE STREET	1.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	1.4 CITY-ST-ZIP	
TITLE	SVP <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	YOUNG, MILDRED	2.2 NAME	
STREET ADDRESS	230 W MONROE STREET	2.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	2.4 CITY-ST-ZIP	
TITLE	SVPC <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VUONO, VINCENT J	3.2 NAME	
STREET ADDRESS	1234 MARKET STREET	3.3 STREET ADDRESS	
CITY-ST-ZIP	PHILADELPHIA PA	3.4 CITY-ST-ZIP	
TITLE	SVP <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LUBOW, BURTON	4.2 NAME	
STREET ADDRESS	230 W. MONROE STREET	4.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	4.4 CITY-ST-ZIP	
TITLE	VPAS <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HANNER, JEROME S	5.2 NAME	
STREET ADDRESS	123 N. WACKER DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

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 in an attachment with an address.

SIGNATURE: *Vincent J Vuono* **Vincent J Vuono Sr. Vice-Pres & CFO (215)496-4611**

CR2E034 (9/96)



BOARD OF DIRECTORS

Gilbert N. Zitin (02/20/91)
Burt Lubow (02/20/91)

Harvey N. Medvin *(02/20/91)

OFFICERS

D.O.B.	NAME	ADDRESS	POSITION	SS#
04/24/37	GILBERT N. ZITIN	230 W. MONROE STREET CHICAGO, IL	CHAIRMAN OF THE BOARD, PRESIDENT & CEO (2/20/91)	210-30-7555
04/14/43	BURTON LUBOW	230 W. MONROE STREET CHICAGO, IL	EXECUTIVE VICE PRESIDENT & ASSISTANT CONTROLLER (2/20/91)	360-34-5448
04/18/57	JEROME S. HANNER	123 N. WACKER DRIVE CHICAGO, IL	VICE PRESIDENT & ASSISTANT SECRETARY - LAW (2/20/91)	330-56-1798
11/18/42	SHARON K. CONRAD	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT - HUMAN RESOURCES ADMINISTRATION (1/30/92)	275-38-3933
01/26/52	WILLIAM J. SPARER	123 N. WACKER DRIVE CHICAGO, IL	VICE PRESIDENT - LAW & SECRETARY (2/20/91)	281-52-5689
05/24/60	VINCENT J. VUONO	1234 MARKET STREET PHILADELPHIA, PA	CFO, SENIOR VICE PRESIDENT & ASSISTANT SECRETARY (12/31/89)	201-56-4871
05/11/53	MILDRED J. YOUNG	230 W. MONROE STREET CHICAGO, IL	SENIOR VICE PRESIDENT, ASSISTANT TREASURER & CENTRAL REGIONAL MANAGER (2/20/91)	513-48-0120
01/15/54	LOUIS A. GAMBETTA	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT - MIS (6/19/90)	176-42-4060
07/20/59	CATHERINE M. LYCZKO	123 N. WACKER DRIVE CHICAGO, IL	ASSISTANT SECRETARY - LAW (2/20/91)	153-42-8327
09/08/50	J. KEVIN OLSEN	1234 MARKET STREET PHILADELPHIA, PA	SENIOR VICE PRESIDENT EASTERN REGIONAL MANAGER (10/12/92)	137-44-1777
03/16/47	ALEXANDER W. KRAUSE	230 W. MONROE STREET CHICAGO, IL	ASSISTANT VICE PRESIDENT REGIONAL SALES MANAGER (12/14/93)	195-38-3536

07/08/58	PATTI L. SMITH	230 W. MONROE STREET CHICAGO, IL	ASSISTANT VICE PRESIDENT REGIONAL OPERATIONS MANAGER (12/14/93)	330-56-5726
11/23/60	PAUL S. LUNNEY	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT DIRECTOR, NATIONAL ACCOUNTS (12/14/93)	210-52-5160
07/21/51	MARGO E. MCMANUS	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT REGIONAL OPERATIONS (12/14/93)	205-42-8194
02/27/55	ROBERT W. BASCHOFF JR.	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT CORPORATE OPERATIONS (8/09/94)	157-44-4693
11/02/61	LAURIE CONWAY	230 W. MONROE STREET CHICAGO, IL	ASSISTANT VICE PRESIDENT REGIONAL ACCOUNT EXECUTIVE MANAGER (8/09/94)	355-54-4661
07/25/61	NEAL A. DUNOFF	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT CORPORATE COLLECTIONS (8/09/94)	142-64-3747
04/18/66	MICHAEL A. RUBIN	1234 MARKET STREET PHILADELPHIA, PA	VICE PRESIDENT CORPORATE CREDIT (8/09/94)	188-46-7950
04/24/47	ARLENE JESCHKE	123 N. WACKER DRIVE CHICAGO, IL	ASSISTANT SECRETARY - LAW (3/12/93)	355-38-5647
09/18/35	JAMES A. MAHONEY, JR.	123 N. WACKER DRIVE CHICAGO, IL	VICE PRESIDENT (3/12/93)	349-26-0855
10/07/64	JOHN G. ZIMITSKI	1234 MARKET STREET PHILADELPHIA, PA	ASSISTANT VICE PRESIDENT & ASSISTANT CONTROLLER (9/20/95)	202-42-6458
10/28/68	MICHAEL SOUTHWORTH	17320 REDHILL AVENUE IRVINE, CA	ASSISTANT VICE PRESIDENT (1/18/96)	551-53-0865
10/19/64	KEVIN BOLGER	230 W. MONROE STREET CHICAGO, IL	ASSISTANT VICE PRESIDENT (4/12/96)	338-42-9943
09/06/36	*	123 N. WACKER DRIVE CHICAGO, IL		334-28-4067