

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

FILED
May 12 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 # 839298 (7)
 1. Corporation Name
GELCO CORPORATION



Principal Place of Business: **3 CAPITAL DRIVE EDEN PRAIRIE MN 55344**
 Mailing Address: **3 CAPITAL DRIVE EDEN PRAIRIE MN 55344-3828**

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/13/1977	3a. Date of Last Report 05/01/1996
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 41-0793360	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
C T 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	FL	85

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 registered agent and title if applicable (NOTE - Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	PD	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	SMITH, R.F.		1.2 NAME				
STREET ADDRESS	THREE CAPITAL DRIVE		1.3 STREET ADDRESS				
CITY-ST-ZIP	EDEN PRAIRIE MN		1.4 CITY-ST-ZIP				
TITLE	VD	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	SILVA, R. B.		2.2 NAME				
STREET ADDRESS	THREE CAPITAL DRIVE		2.3 STREET ADDRESS				
CITY-ST-ZIP	EDEN PRAIRIE MN		2.4 CITY-ST-ZIP				
TITLE	VS	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	AUSTIN, B.J.		3.2 NAME				
STREET ADDRESS	THREE CAPITAL DRIVE		3.3 STREET ADDRESS				
CITY-ST-ZIP	EDEN PRAIRIE MN		3.4 CITY-ST-ZIP				
TITLE	V	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	HOWARD, W. J.		4.2 NAME				
STREET ADDRESS	THREE CAPITAL DRIVE		4.3 STREET ADDRESS				
CITY-ST-ZIP	EDEN PRAIRIE MN		4.4 CITY-ST-ZIP				
TITLE	V	<input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	DEVINE, C. D.		5.2 NAME				
STREET ADDRESS	THREE CAPITAL DRIVE		5.3 STREET ADDRESS				
CITY-ST-ZIP	EDEN PRAIRIE MN		5.4 CITY-ST-ZIP				
TITLE	P	<input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	MUDD, D.H.		6.2 NAME				
STREET ADDRESS	THREE CAPITAL DRIVE		6.3 STREET ADDRESS				
CITY-ST-ZIP	EDEN PRAIRIE MN		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 on an attachment with an address.

SIGNATURE: *D.M. Boehm* ASST. TREASURER *D.M. Boehm 4/21/97 612-828-2052*

CR2E034 (9/96)

GELCO CORPORATION
Officers/Directors -- 1997

Title	Name	Business Address	Residence Address	DOB / SS# / DL#
President and Chief Executive Officer DIRECTOR	R. F. Smith	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2643	13925 Emerald Ridge Minnetonka, MN 55305 County: Hennepin 612/544-9745	10/31/59 305-76-3442 24664223 (PA)
President and General Manager - Avis Fleet Services	S. J. Williams	Avis Fleet Services 5 Avenue des Communautes B1140 Brussels, BELGIUM 32-2/724-0601	Constant Dereymaeker Laan 15 3979 Tervuren BELGIUM 32-2	01/08/58 094-68-2812 W452-7305-8008 (IL)
Senior Vice President, General Counsel, and Secretary	B. J. Austin	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2526	19690 Sweetwater Curve Shorewood, MN 55331 County: Hennepin 612/470-1831	10/14/50 131-42-2836 A-235-098-379-790 (MN)
Senior Vice President - Human Resources		GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2541		
Senior Vice President - Systems	S. L. Elftman	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1676	7673 Somerset Road Woodbury, MN 55125 County: Washington 612/730-7610	05/11/55 476-25-9273 E-415-777-488-359 (MN)
Senior Vice President - Quality	R. J. Gilbert	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2852	7554 Kimberly Lane Eden Prairie, MN 55346 County: Hennepin 612/906-9368	02/01/53 388-60-1089 G416-7305-3041-05 (MN)
Senior Vice President - North American Sales	J. R. Kiesel	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1716	1335 Briargate Drive York, PA 17404 County: York 717/767-5162	12/02/60 196-46-1820 24-675-953 (PA)

GELCO CORPORATION
Officers/Directors -- 1997
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Title	Name	Business Address	Residence Address Country & Phone	DOB / SS# / DL#
Senior Vice President - North American Product Management	R. L. Neff	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1656	2150 Majestic Way Chanhassen, MN 55317 County: Carver 612/401-9256	07/27/60 149-58-0173 N2007526026706 (MN)
Senior Vice President - Risk Management DIRECTOR	J. R. Power	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2060	17193 Bainbridge Drive Eden Prairie, MN 55347 County: Hennepin 612/949-6148	06/23/55 159-48-5980 P-600-367-730-480 (MN)
Senior Vice President - North American Operations	D. F. Farrar	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1467	6295 Chasewood Drive Eden Prairie, MN 55344 County: Hennepin 612/946-9677	03/03/61 002-38-4707 0336616352 (CT)
Senior Vice President - Finance, and Treasurer DIRECTOR	R. B. Silva	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2622	11142 Holland Circle Eden Prairie, MN 55347 County: Hennepin 612/943-2497	07/19/59 263-45-9780 076329984 (CT)
Vice President, and Assistant Secretary	V. F. Guaglianone	GECG 260 Long Ridge Road Stamford, CT 06927 203/357-4584	Seven Nawthome Road Old Greenwich, CT 06870 County: Fairfield 203/637-5210	03/18/55 551-06-2513 034727111 (CT)
Vice President	K. A. Cassidy	GECG 260 Long Ridge Road Stamford, CT 06927 203/357-6199	Eight Silver Spring Road Wilton, CT 06897 County: Fairfield 203/762-5095	03/18/54 042-42-3520 152544459 (CT)
Assistant Vice President - Violations	S. J. Shirley	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2085	1455 Carrie Street West St. Paul, MN 55118 County: Dakota 612/455-5808	09/04/60 395-72-0890 S-649-758-368-689 (MN)

GELCO CORPORATION
Officers/Directors -- 1997

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Title	Name	Business Address	Residence Address Country & Phone	DOB / SS# / DL#
Comptroller	M. W. Berkland	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2618	4105 North Ximines Lane Plymouth, MN 55441 County: Hennepin 612/559-0736	01/27/50 479-58-9932 B-624-585-870-072 (MN)
Assistant Treasurer - Income Taxes	D. M. Boehm	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2052	10216 Windsor Lake Lane Minnetonka, MN 55305 County: Hennepin 612/546-9362	02/28/40 501-44-5743 B-500-139-589-153 (MN)
Assistant Treasurer - State Taxes	D. R. Benke	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2989	711 Gleason Acres Drive Minnetonka, MN 55291 County: Hennepin 612/473-9606	04/26/43 476-46-3644 B-520-149-751-320 (MN)
Assistant Treasurer	J. K. Fredlund	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2632	601 Bighorn Drive Chanhassen, MN 55317 County: Carver 612/949-1047	10/31/48 351-40-6886 F-634-367-465-837 (MN)
Assistant Treasurer	B. A. Knight	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2078	5021 Interfachen Bluff Edina, MN 55436 County: Hennepin 612/924-0657	09/03/49 174-42-0920 K-523-081-067-686 (MN)
Assistant Secretary	P. S. Krop	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2647	5308 West 64th Street Edina, MN 55419 County: Hennepin 612/947-9124	03/28/58 261-23-6673 K-610-676-778-247 (MN)