


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

FILED
Apr 14, 1999 8:00 am
Secretary of State

04-14-1999 90178 029 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 839298
 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
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 10/13/1977	
21		26		4. FEI Number 41-0793360	Applied For Not Applicable
22 Suite, Apt. #, etc.		27 Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23 City & State		28 City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24 Zip	25 Country	29 Zip	30 Country	8. This corporation owes the current year Intangible Personal Property Tax. <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

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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

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	VP <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HELMING, K. A.	2.2 NAME	
STREET ADDRESS	THREE CAPITAL DR	2.3 STREET ADDRESS	
CITY-ST-ZIP	EDEN PRAIRIE MN 55344	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 type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCKINNEY, S. A.	4.2 NAME	
STREET ADDRESS	THREE CAPITAL DR	4.3 STREET ADDRESS	
CITY-ST-ZIP	EDEN PRAIRIE MN 55344	4.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	POWER, J. R.	5.2 NAME	
STREET ADDRESS	THREE CAPITAL DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	EDEN PRAIRIE MN	5.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KIESEL, J. R.	6.2 NAME	
STREET ADDRESS	THREE CAPITAL DR	6.3 STREET ADDRESS	
CITY-ST-ZIP	EDEN PRAIRIE MN 55344	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, with all other like empowered.

SIGNATURE: *[Signature]* Date: 3/30/99 Daytime Phone #: 612-228-2052
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (1/98)

331195-9079-29

GELCO CORPORATION
Officers/Directors -- 1998

Title	Name	Business Address	Residence Address Country & Phone	DOB / SS# / DI
President and Chief Executive Officer DIRECTOR	R. F. Smith	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2843	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	D. F. Farrar	Avis Fleet Services 5 Avenue des Communales B1140 Brussels, BELGIUM 32-2724-0601		03/03/61 002-38-4707 0336616352 (CT)
Senior Vice President, General Counsel, and Secretary	B. J. Austin	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2528	19690 Sweetwater Curve Shorewood, MN 55331 County: Hennepin 612/470-1831	10/14/50 131-42-2836 A-235-098-379-750 (I)
Senior Vice President - Human Resources	S. A. McKinney	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2541	2777 Dean Parkway Minneapolis, MN 55416 County: Hennepin 612/920-8112	07/08/47 008-34-8316 M250-7814-7754 (PA)
Senior Vice President - Systems	P. A. Radunz	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1676	11380 Wild Heron Pl. Eden Prairie, MN 55347 County: Hennepin 612/829-5797	10/6/56 477-69-2305
Senior Vice President - Quality	D. M. Roy	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2852	6356 Oxbow Bend Chanhassen, MN 55317 County: Carver 612/545-6499	05/25/55 022-38-6026 1840-21-8506 (IR)
Senior Vice President - North American Sales	J. R. Kiesel	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1716	10143 Bluff Road Eden Prairie, MN 55347 County: Hennepin 612/947-4058	12/02/60 196-46-1820 24-675-953 (PA)

GELCO CORPORATION
Officers/Directors -- 1998
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Title	Name	Business Address	Residence Address Country & Phone	DOB / SSN / I
Senior Vice President - Business Development	A. Kekedjian	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2430	C/O 54216 Nolan Drive Minnetonka, MN 55343 County: Hennepin 612/930-3233	04/06/66 047-88-2766 166970194 (CT)
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 (
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 (
Senior Vice President - North American Operations	D. F. Farrar	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-1467	6205 Chasewood Drive Eden Prairie, MN 55344 County: Hennepin 612/946-9677	03/03/61 002-38-4707 033661352 (CT)
Senior Vice President - Finance, and Treasurer DIRECTOR	K. A. Helming	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2622	6881 Howard Lane Eden Prairie, MN 55347 County: Hennepin 612/945-9432	12/12/58 309-70-1090 043425486 (GA)
Vice President, and Assistant Secretary	V. F. Guaglianone	GECG 260 Long Ridge Road Stamford, CT 06927 203/357-4584	Seven Hawthorne 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)

GELCO CORPORATION
Officers/Directors -- 1998
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Title	Name	Business Address	Residence Address Country & Phone	DOB / SS#
Assistant Vice President - Violations	S. J. Shirley	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2085	1455 Carme Street West St. Paul, MN 55118 County: Dakota 612/455-5808	09/04/60 395-72-0890 S-649-758-363-65
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-624-585-870-07
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
Assistant Treasurer - State Taxes	D. R. Benke	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2989	711 Gleason Acres Drive Minnetonka, MN 55391 County: Hennepin 612/473-9606	04/26/43 476-46-3644 B-520-149-751-320
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
Assistant Treasurer	B. A. Knight	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2078	5021 Interlachen Bluff Edina, MN 55436 County: Hennepin 612/924-0657	09/03/49 174-42-0920 K-523-081-067-626
Assistant Secretary	P. S. Krop	GECFS Three Capital Drive Eden Prairie, MN 55344 612/828-2847	5308 West 64th Street Edina, MN 55419 County: Hennepin 612/947-9124	03/28/58 261-23-6673 K-610-676-778-247