

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

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 840444

1. Corporation Name
ISRAEL DISCOUNT BANK LIMITED

Principal Place of Business Mailing Address
511 FIFTH AVE 511 5TH AVE
TELE-AVIV IS 10017 NEW YORK NY 10017
US US

2. Principal Place of Business 2a. Mailing Address
 21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
 22 City & State 27 City & State
 23 Zip Country 28 Zip Country
 24 25 29 30

9. Name and Address of Current Registered Agent

Marcos Kerbel
c/o Israel Discount Bank Limited
2875 N.E. 191st Street
Aventura, Miami, FL 33180-2830

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 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 **SAME AS LAST YEAR** February 12, 1999
Signature, typed or printed name of registered agent (if title is applicable) (NOTE: Registered Agent signature required when registering) DATE

12. OFFICERS AND DIRECTORS

| | | |
|----------------|----------------------|------------|
| TITLE | EVP | [] DELETE |
| NAME | GREER, LEONARD W | |
| STREET ADDRESS | 511 FIFTH AVE | |
| CITY-ST-ZIP | NEW YORK NY | |
| TITLE | SVPM | [] DELETE |
| NAME | BENBASSAT, MENACHEM | |
| STREET ADDRESS | 2875 NE 191TH STREET | |
| CITY-ST-ZIP | AVENTURA FL | |
| TITLE | SVPM | [] DELETE |
| NAME | KERBEL, MARCOS | |
| STREET ADDRESS | 2875 NE 191TH STREET | |
| CITY-ST-ZIP | AVENTURA FL | |
| TITLE | EVP | [] DELETE |
| NAME | ESKENAZI, EDMOND | |
| STREET ADDRESS | 511 FIFTH AVENUE | |
| CITY-ST-ZIP | NEW YORK NY | |
| TITLE | EVP | [] DELETE |
| NAME | BAR-ZIV, HAIM | |
| STREET ADDRESS | 511 FIFTH AVENUE | |
| CITY-ST-ZIP | NEW YORK NY | |
| TITLE | CEO | [] DELETE |
| NAME | SHEER, ARIE | |
| STREET ADDRESS | 511 FIFTH AVE | |
| CITY-ST-ZIP | NEW YORK NY | |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| | |
|-------------------|-------------------------|
| 11 TITLE | [] Change [] Addition |
| 12 NAME | |
| 13 STREET ADDRESS | |
| 14 CITY-ST-ZIP | |
| 21 TITLE | [] Change [] Addition |
| 22 NAME | |
| 23 STREET ADDRESS | |
| 24 CITY-ST-ZIP | |
| 31 TITLE | [] Change [] Addition |
| 32 NAME | |
| 33 STREET ADDRESS | |
| 34 CITY-ST-ZIP | |
| 41 TITLE | [] Change [] Addition |
| 42 NAME | |
| 43 STREET ADDRESS | |
| 44 CITY-ST-ZIP | |
| 51 TITLE | [] Change [] Addition |
| 52 NAME | |
| 53 STREET ADDRESS | |
| 54 CITY-ST-ZIP | |
| 61 TITLE | [] Change [] Addition |
| 62 NAME | |
| 63 STREET ADDRESS | |
| 64 CITY-ST-ZIP | |

SO FEB 13 1999 2:18

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
04/13/1978

4. FEI Number
13-1953609

5. Certificate of Status Desired [] Applied For
 Not Applicable
\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [] **\$5.00** May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax [] Yes [] No

10. Name and Address of New Registered Agent

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: X *[Signature]*
 SIGNATURE AND TYPED OR PRINTED NAME OF REGISTERING OFFICER OR DIRECTOR

2/11/99

0004235

CR2E034 (11/98)

10/2

FLORIDA CORPORATION ANNUAL REPORT, 1999
ISRAEL DISCOUNT BANK LIMITED

Directors, Senior Executive Officers (New York) and Senior Officers in Florida
As of January 20, 1999

| <u>Directors</u> | <u>Street Address</u> | <u>City and State</u> |
|----------------------|---------------------------|-----------------------|
| Arie Mientkavich | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Nissim Baruch | 13 Dubnov Street | Jerusalem, Israel |
| Shalom Federman | 35 Shaul Hamelach Street | Tel Aviv, Israel |
| Mordechai Fraenkel | 3 Hahaftaha Street | Jerusalem, Israel |
| Zohar Goshen | 8/7 Abba Berdichev Street | Jerusalem, Israel |
| Ran Hakim | Kibbutz Ramat Hashofet | Israel |
| Yehezkiel Harmelech | 14 Eisenberg Street | Rehovot, Israel |
| Zafrira Malisdorf | 7 Abba Hillel Street | Ramat Gan, Israel |
| Giora Meyuhas | 38 Esther Rabin Street | Haifa, Israel |
| Arie Ovadia | 8 Hazionut Blvd. | Tel Aviv, Israel |
| Tamara Pinhassovitz | 31 Palmach Street | Jerusalem, Israel |
| Yaacov Salman | 24 Habanai Street | Jerusalem, Israel |
| Dafna Schwartz | 4 Savyon Street | Rehovot, Israel |
| Boaz Joseph Tulipman | 17 Ravina Street | Tel Aviv, Israel |

Senior Executive Officers (Tel-Aviv/New York) (in addition to those listed on the form, sec 12)

| | | |
|--|-------------------------|------------------|
| David Granot - President & Chief Executive Officer | 27 Yehuda Halevi Street | Tel Aviv, Israel |
|--|-------------------------|------------------|

| | | |
|--|------------------|--------------|
| Theodore D. Itzkowitz - U.S. Resident Secretary | 511 Fifth Avenue | New York, NY |
|--|------------------|--------------|

Senior Officers (Florida)

| | | |
|--|------------------------|-------------------|
| Marcos Kerbel - Senior Vice President and Resident Manager | 2875 N.E. 191st Street | Aventura, Florida |
|--|------------------------|-------------------|

| | | |
|--|------------------------|-------------------|
| Menachem Benbassat - Senior Vice President and Manager | 2875 N.E. 191st Street | Aventura, Florida |
|--|------------------------|-------------------|