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**Mar 06 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 853904 (1)

1. Corporation Name
PLYMOUTH CAPITAL COMPANY, INC.



Principal Place of Business 4700 NATHAN LANE P.O. BOX 46106 MINNEAPOLIS MN 55442 US	Mailing Address 4700 NATHAN LANE P.O. BOX 46106 MINNEAPOLIS MN 55442-2500 US
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2. Principal Place of Business 21 99 Realty Drive Suite, Apt #, etc. 22 P.O. Box 761 City & State 23 Cheshire, Connecticut Zip Country 24 06410 25	2a. Mailing Address 26 99 Realty Drive Suite, Apt #, etc. 27 P.O. Box 761 City & State 28 Cheshire, Connecticut Zip Country 29 06410 30
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3. Date Incorporated or Qualified 08/26/1982	3a. Date of Last Report 02/28/1996
4. FEI Number 06-1055861	Applied For Not Applicable
5. Certificate of Status Desired <input checked="" type="checkbox"/> XXX	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. 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

**PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYES STREET
SUITE 105
TALLAHASSEE FL 32301**

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 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 print a name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY - ST - ZIP	PCEO NEAL, PAUL E 20 REALTY DRIVE CHESHIRE CT	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	S HARTMAN, MORRIS J. 4700 NATHAN LN PLYMOUTH MN	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SVP FENSKE, JAMES E. 4700 NATHAN LN. PLYMOUTH MN	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	VC GETZLER, HERBERT L. 20 REALTY DRIVE CHESHIRE CT	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	AVPS INGLES, CHRIS 4700 NATHAN LANE CHESHIRE CT	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	AVP DODGE, JONATHAN K 591 PARK AVENUE NEW YORK NY	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	President	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	Assistant Secretary Paul H. Begemann 99 Realty Drive Cheshire, CT 06410	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	Vice President & Secretary	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition

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: Paul H. Begemann Assistant Secretary 2-28-97 (203)699-3400
SIGNATURE AND OFFICE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

PLYMOUTH CAPITAL COMPANY, INC.

99 Realty Drive, Cheshire, Connecticut 06410
(203) 699-3400

BOARD OF DIRECTORS

Peter R. DeGeorge
3208 Pilots Point Circle
Jupiter, FL 33477

Chairman of the Board

Salvatore A. Bucci
160 Cobbler Lane
Southbury, CT 06488

Director

OFFICERS

Paul E. Neal
223 Westwood Road
Southington, CT 06489

President

Salvatore A. Bucci

Vice President

James E. Fenske
765 Dickey Lake Drive
Orono, Minnesota 55356

Senior Vice President and Treasurer

Jonathan K. Dodge
100 West 89th St., Apt. 2B
New York, New York 10024

Vice President & Secretary

V. Mikal Jackson
271 Blue Hills Drive
Southington, CT 06486

Vice President

John W. McEwan
104 Laurel Terrace
Cheshire, CT 06410

Vice President

Paul H. Begemann
3 Lakeview Avenue
Hamden, CT 06514

Assistant Vice President
Assistant Secretary

Donna Aresco
115 Markham Street
Middletown, CT 06457

Assistant Vice President