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FILED
Mar 19 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 # 855407 (3)
 1. Corporation Name
BA INVESTMENT SERVICES, INC.



Principal Place of Business 2000 BROADWAY OAKLAND CA 94612 US	Mailing Address 799 MARKET ST UNIT #13025 SAN FRANCISCO CA 94103-2033 US
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3. Date Incorporated or Qualified 02/02/1983	3a. Date of Last Report 03/26/1996
4. FEI Number 95-3783486	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$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	

2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. 2000 Broadway
22. City & State	27. 3rd Floor
23. Zip Country	28. Oakland, CA
24. Zip Country	29. 94612 30. US

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

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

12. OFFICERS AND DIRECTORS		
TITLE	DP	<input type="checkbox"/> DELETE
NAME	FLOWERS, ROBERT	
STREET ADDRESS	805 WAINGARTH CT	
CITY-ST-ZIP	DANVILLE CA	
TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	CLARK, RICHARD	
STREET ADDRESS	2 ST. PAUL DR.	
CITY-ST-ZIP	ALAMO CA	
TITLE	S	<input type="checkbox"/> DELETE
NAME	SOROKIN, CHERYL	
STREET ADDRESS	20 LONGFELLOW RD	
CITY-ST-ZIP	MILL VALLEY CA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	RAYMOND, WILLIAM G.	
STREET ADDRESS	7501 DOWD DR.	
CITY-ST-ZIP	SEBASTEPOL CA	
TITLE	AT	<input checked="" type="checkbox"/> DELETE
NAME	GIBSON, JAMES R.	
STREET ADDRESS	1027 WINDSOR DR	
CITY-ST-ZIP	LAFAYETTE CA	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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 of changes or on an attachment with an address.

SIGNATURE: *Erin O'Rourke* Erin O'Rourke, Sr. Vice President 3/12/97

CR2E034 (9/96)

BA INVESTMENT SERVICES, INC.

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Alexander M. Anderson	Director	555 California St., 47th Floor San Francisco, CA 94104
Vincent Faughnan	Director	555 California St., 2nd Floor San Francisco, CA 94104
Robert Flowers	Director	2000 Broadway, 3rd Floor Oakland, CA 94612
Robert D. McKnew	Director	555 California St., 10th Floor San Francisco, CA 94104
William G. Raymond	Director	555 California St., 42nd Floor San Francisco, CA 94104
Inder P. Singh	Director	555 California St., 47th Floor San Francisco, CA 94104
William Timoney	Director	50 California St., 28th Floor San Francisco, CA 94111
Cheryl Sorokin	Secretary	555 California St., 6th Floor San Francisco, CA 94104

PRINCIPAL OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Alexander M. Anderson	Chairman of the Board	555 California St., 47th Floor San Francisco, CA 94104
Robert D. Flowers, Jr.	Chief Executive Officer & President	2000 Broadway, 3rd Floor Oakland, CA 94612
Henry C. Alexander	Chief Operating Officer	2000 Broadway, 3rd Floor Oakland, CA 94612
Richard Barber	Chief Financial Officer	2000 Broadway, 3rd Floor Oakland, CA 94612
M. Erin O'Rourke	Senior Vice President	2000 Broadway, 3rd Floor Oakland, CA 94612