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Mar 24 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # F97000004460 (8)
 1. Corporation Name
HITACHI CREDIT AMERICA CORP.



Principal Place of Business: **777 W. PUTNAM AVE. GREENWICH CT 06830**
 Mailing Address: **777 W. PUTNAM AVE. GREENWICH CT 06830**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/25/1997	
21	Suite, Apt #, etc	26	Suite, Apt #, etc.	4. FEI Number 33-0380629	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 owes or has paid the current year Intangible Personal Property Tax due June 30.	<input type="checkbox"/> Yes <input type="checkbox"/> No

9. Name and Address of Current Registered Agent LEXIS DOCUMENT SERVICES INC. 3953 WW KELLEY RD. TALLAHASSEE FL 32311				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 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	V <input type="checkbox"/> DELETE	1.1 TITLE	President & Director <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DREW, RICHARD J	1.2 NAME	Okawa, Hidefumi
STREET ADDRESS	15 LOCUST RD.	1.3 STREET ADDRESS	One Milbank Ave., Ste 3C
CITY-ST-ZIP	GREENWICH CT 06831	1.4 CITY-ST-ZIP	Greenwich, CT 06830
TITLE	V <input type="checkbox"/> DELETE	2.1 TITLE	Vice President & Director <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DEGENOVA, ROBERT	2.2 NAME	Tanaka, Hidekazu
STREET ADDRESS	97 RICHARDS AVE., AA5	2.3 STREET ADDRESS	260 North Street
CITY-ST-ZIP	NORWALK CT 06854	2.4 CITY-ST-ZIP	Rye, NY 10580
TITLE	V <input type="checkbox"/> DELETE	3.1 TITLE	EVP & COO <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RJORDAN, BRIAN	3.2 NAME	Besgen, William H.
STREET ADDRESS	276 CEDARWOOD RD.	3.3 STREET ADDRESS	59 Pepper Lane
CITY-ST-ZIP	STAMFORD CT 06903	3.4 CITY-ST-ZIP	New Canaan, CT 06840
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	CFO & VP <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GOLDING, BARRY	4.2 NAME	Connolly, David J.
STREET ADDRESS	7 MCNEIL RD.	4.3 STREET ADDRESS	39 Mitzi Road
CITY-ST-ZIP	BETHEL CT 06801	4.4 CITY-ST-ZIP	Stamford, CT 06905
TITLE	V <input type="checkbox"/> DELETE	5.1 TITLE	Secretary & Treasurer <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KOMURA, AKIHIRO	5.2 NAME	Arai, Kiyoshi
STREET ADDRESS	82 GARDINER ST.	5.3 STREET ADDRESS	70 Webster Street
CITY-ST-ZIP	DARIEN CT 06820	5.4 CITY-ST-ZIP	Scarsdale, NY 10583
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	Director <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FIorentino, MARK	6.2 NAME	Hanabusa, Masayoshi
STREET ADDRESS	2289 BEDFORD ST.	6.3 STREET ADDRESS	7-7 Daizawa 1-chome
CITY-ST-ZIP	STAMFORD CT 06905	6.4 CITY-ST-ZIP	Setagaya-Ko, Tokyo 155, Japan

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 the same 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: *RAC* **David J. Connolly**
 Vice President
 Chief Financial Officer *2/27/98*

CR2E034 (10/97)

HITACHI CREDIT AMERICA CORP.

13. Additional Director

<u>Name & Title</u>	<u>Residential Address</u>	<u>Business Address</u>
<u>Mr. Yoshimichi Otani</u> Director	2-8-14 Chuo-CHO Kurume-Shi, Tokyo 203, Japan	Hitachi Atago Building 15-12, Nishi Shimbashi 2-chome, Minatu, Tokyo 105, Japan