

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

FILED  
May 11, 1999 8:00 am  
Secretary of State

05-11-1999 90045 003 \*\*\*150.00

PROFIT CORPORATION  
ANNUAL REPORT  
1999



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

DOCUMENT # P04815

1. Corporation Name  
BMW FINANCIAL SERVICES NA, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business  
300 CHESTNUT RIDGE RD  
ATTN: TAX DEPT  
WOODCLIFF LAKE NJ 07675  
US

Mailing Address  
P.O. BOX 1227  
TAX DEPT  
WESTWOOD NJ 07675-1227  
US

3. Date Incorporated or Qualified  
01/29/1985

4. FEI Number  
22-2568977

Applied For  
Not Applicable

5. Certificate of Status Desired  \$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

2. Principal Place of Business  
21  
Suite, Apt. #, etc.  
22  
City & State  
23  
Zip Country  
24

2a. Mailing Address  
26  
Suite, Apt. #, etc.  
27  
City & State  
28  
Zip Country  
29

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  
85 Zip Code  
FL

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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

|                |                          |                                 |
|----------------|--------------------------|---------------------------------|
| TITLE          | PD                       | <input type="checkbox"/> DELETE |
| NAME           | KRAUSE, STEFAN           |                                 |
| STREET ADDRESS | 300 CHESTNUT RIDGE RD    |                                 |
| CITY-ST-ZIP    | WOODCLIFF LAKE NJ        |                                 |
| TITLE          | V                        | <input type="checkbox"/> DELETE |
| NAME           | CHRISTMAN, JOHN M.       |                                 |
| STREET ADDRESS | 300 CHESTNUT RIDGE RD    |                                 |
| CITY-ST-ZIP    | WOODCLIFF LAKE NJ        |                                 |
| TITLE          | CTO                      | <input type="checkbox"/> DELETE |
| NAME           | HENRICI, J. ALLEN        |                                 |
| STREET ADDRESS | 300 CHESTNUT RIDGE RD    |                                 |
| CITY-ST-ZIP    | WOODCLIFF LAKE NJ        |                                 |
| TITLE          | D                        | <input type="checkbox"/> DELETE |
| NAME           | LORENZ, GUENTER          |                                 |
| STREET ADDRESS | PETUELRING 130, BMW HAUS |                                 |
| CITY-ST-ZIP    | 8 MUENCHEN 40 GE         |                                 |
| TITLE          | V                        | <input type="checkbox"/> DELETE |
| NAME           | DEVINE, ROBERT           |                                 |
| STREET ADDRESS | 300 CHESTNUT RIDGE ROAD  |                                 |
| CITY-ST-ZIP    | WOODCLIFF LAKE NJ        |                                 |
| TITLE          | T                        | <input type="checkbox"/> DELETE |
| NAME           | MAYER, NORBERT           |                                 |
| STREET ADDRESS | 300 CHESTNUT RIDGE ROAD  |                                 |
| CITY-ST-ZIP    | WOODCLIFF LAKE NJ        |                                 |

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 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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Frank Wieczorek  
Asst. Sec./Taxation

4/23/99

(201)307-4000

Date

Daytime Phone #

CR2E034 (1/98)

545535-90045-3

P04815

**BMW Financial Services NA, Inc.**  
(Formerly BMW Leasing Corporation)  
**Schedule of Officers**

| OFFICER               | TITLE                           | ADDRESS  |
|-----------------------|---------------------------------|--|
| Stefan Krause         | President                       | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Robert Devine         | Vice President                  | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| John M. Christman     | Vice President-Finance          | 5515 Parkcenter Circle, Dublin, OH 43017         |
| Lindsay S. Duffield   | Vice President-Marketing        | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| J. Allen Henrici      | Chief Tax Officer               | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Norbert Mayer         | Treasurer                       | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Dennis J. Helfman     | General Counsel & Secretary     | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Kevin J. Healy        | Assistant Secretary             | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Paula DiNapoli        | Assistant Secretary             | 5515 Parkcenter Circle, Dublin, OH 43017         |
| Carol Betz            | Assistant Secretary             | 5515 Parkcenter Circle, Dublin, OH 43017         |
| David Cordero         | Assistant Secretary             | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| David Curto           | Assistant Secretary<br>Taxation | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Frank Wiczorek        | Assistant Secretary<br>Taxation | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| DIRECTOR              | ADDRESS                         |  |
| Guenter Lorenz        |                                 | Petuelring 130, BMW Haus, 8 Muenchen 40, Germany |
| Dr. Werner Adelberger |                                 | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |
| Stefan Krause         |                                 | 300 Chestnut Ridge Rd, Woodcliff Lake NJ 07675   |