

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # P34822

(7) *NE*
4-3-96
AEB

1. Corporation Name
BOT FINANCIAL CORPORATION

New Name: BTM Capital Corporation



Principal Place of Business

Mailing Address

125 SUMMER ST.
P.O. BOX 2332
BOSTON MA 02107

125 SUMMER ST.
P.O. BOX 2332
BOSTON MA 02107

3. Date Incorporated or Qualified **07/26/1991** 3a. Date of Last Report **05/01/1995**

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

4. FEI Number **22-3031156** 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 has liability for intangible tax under s 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<i>See Attached List</i> <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAYAMA, KAORU	1.2 NAME	
STREET ADDRESS	425 EAST 58TH STREET	1.3 STREET ADDRESS	<i>125 Summer Street</i>
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	<i>Boston, MA 02110 For All</i>
TITLE	D <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ANZAI, YOJI	2.2 NAME	
STREET ADDRESS	400 EAST 56TH STREET	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	2.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAMAKAWA, MASAHARU	3.2 NAME	
STREET ADDRESS	177 BALDPATE HILL RD.	3.3 STREET ADDRESS	
CITY-ST-ZIP	CANTON MA	3.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CHAUSSÉ, LEO R.	4.2 NAME	
STREET ADDRESS	5 STANDISH CIRCLE	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEWTON MA	4.4 CITY-ST-ZIP	400001792474
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	-04724796--01047--014 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WALKER, ROBERT	5.2 NAME	***200.00
STREET ADDRESS	58 SUTHERLAND DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	ATHERTON CA	5.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCULLOCH, EUGENE F. JR	6.2 NAME	<i>AEB</i>
STREET ADDRESS	182 DEDHAM STREET	6.3 STREET ADDRESS	<i>4-24-96</i>
CITY-ST-ZIP	DOVER, MA	6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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:

Charles E. Horton, Jr. **Charles E. Horton, Jr.** *4/16/96* (617) 573-9000
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (12/95)

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OFFICERS AND DIRECTORS OF BOT FINANCIAL CORPORATION, BFC ASSETS, INC. AND THE 12 PURCHASED SUBSIDIARIES OF THE BANK OF TOKYO TRUST COMPANY IN THE BOT FINANCIAL GROUP

AS OF DECEMBER 31, 1995

Directors of BTM Capital Corporation

Shin Nakahara, Chairman
Eugene F. McCulloch, Jr.
Yoji Anzai
Richard Carolan
Leo Chausse
Keishi Fujii
Masaharu Hamakawa
Robert Walker

Officers of BTM Capital Corporation

Shin Nakahara	Chairman of Board of Directors
Eugene F. McCulloch, Jr.	President and Chief Executive Officer
Yoji Anzai	Senior Executive Vice President and Chief Operating Officer
Mindy Berman	Executive Vice President
Leo R. Chausse	Executive Vice President, Chief Financial Officer, Treasurer, Assistant Secretary and Assistant Clerk
Richard E. Carolan	Executive Vice President
Michael W. Lieber	Executive Vice President
Gary L. Christensen	Senior Vice President
John N. Fisher, Jr.	Senior Vice President
Karen Hurst	Senior Vice President
David A. Meehan	Senior Vice President
Gary L. Miller	Senior Vice President
Tetsuya Ota	Senior Vice President
Philip S. Sternstein	Senior Vice President, General Counsel, Secretary and Clerk
Thomas J. Thornton	Senior Vice President
William R. York, Jr.	Senior Vice President
James F. winschel, Jr.	Senior Vice President, Finance
Milton Amos	Vice President
Cheryl A. Behan	Vice President
Frederick Bishop	Vice President
Frank Brennan	Vice President
Frances F. Brian	Vice President
John D. Buckley, Jr.	Vice President
Halsey B. Collins	Vice President, Assistant Secretary and Assistant Clerk
Charles Cross	Vice President
Timothy Dee	Vice President

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Patricia Donoghue	Vice President
Daniel K. Dorian	Vice President
Cynthia Fawcett	Vice President
William Furlong	Vice President
Michael Gangemi	Vice President
Matthew Ginnetty	Vice President
Paul Goss	Vice President
David Hale	Vice President
Kathleen Hall	Vice President
Dennis J. Hanlon	Vice President
Mark A. Helman	Vice President, Assistant Secretary and Assistant Clerk
Jeffrey Humber	Vice President
Charles E. Horton, Jr.	Vice President
Elizabeth Johnson	Vice President
Ronald Koopman	Vice President
Daniel J. Landers	Vice President
Edward J. Lanigan	Vice President
Thomas F. Lee	Vice President
Michael E. Lewicki	Vice President
Peter Lewin	Vice President
Kathleen R. Maloney	Vice President
Michael A. McCabe	Vice President
John McCarthy	Vice President
Matthew J. McNamara	Vice President
Philip Neason	Vice President
Paul Nolan	Vice President
Joseph W. O'Brien	Vice President
Jonathan Oski	Vice President
Carol T. Panariti	Vice President
Joan Parker	Vice President
Eric Plugis	Vice President and Assistant Treasurer
Joseph Porta	Vice President
Marc Segal	Vice President
Michael Quinlan	Vice President
Joseph Skahan	Vice President
Kenneth Slavitt	Vice President
Bruce D. Smith	Vice President
Philip A. Spokowski	Vice President
Rachelle Taqqu	Vice President
Keitaro Utsunomiya	Vice President