

**SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)**

**FILED
Aug 20 1997 8:00am
Secretary of State**

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| PROFIT CORPORATION ANNUAL REPORT 1997 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # P36872 (0)
1. Corporation Name
SUBARU OF AMERICA, INC.



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| Principal Place of Business 2235 ROUT 70 WEST CHERRY HILL NJ 08002 | Mailing Address 2235 ROUT 70 WEST CHERRY HILL NJ 08002 |
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DO NOT WRITE IN THIS SPACE

| | | | | | |
|--------------------------------|------------------|-------------------------|------------------|---|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified 12/30/1991 | 3a. Date of Last Report 03/05/1996 |
| 21. Suite, Apt. #, etc. | 22. City & State | 26. Suite, Apt. #, etc. | 27. City & State | 4. FEI Number 23-1693419 | Applied For <input type="checkbox"/> Not Applicable |
| 23. Zip | 24. Country | 28. Zip | 29. Country | 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required |
| 24. Zip | | 25. Country | | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | |
| 29. Zip | | 30. Country | | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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 _____ (NOTE: Registered Agent's signature required when reinstating) DATE _____

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|---|---|--|
| TITLE | C <input type="checkbox"/> DELETE | 1.1 TITLE | CD <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | FUJIKI, YASUO | 1.2 NAME | Fujiki, Yasuo |
| STREET ADDRESS | 2235 ROUTE 70 W CHERRY HILL NY | 1.3 STREET ADDRESS | 2235 Route 70 West Cherry Hill, NJ 08002 |
| CITY-ST-ZIP | | 1.4 CITY-ST-ZIP | |
| TITLE | V <input type="checkbox"/> DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | NISHIZAWA, TETSURO | 2.2 NAME | See attached list of officers and directors. |
| STREET ADDRESS | 2235 ROUTE 70 WEST CHERRY HILL NJ | 2.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 2.4 CITY-ST-ZIP | |
| TITLE | VT <input type="checkbox"/> DELETE | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SCHARFF, JOSEPH T. | 3.2 NAME | |
| STREET ADDRESS | 2235 ROUTE 70 WEST CHERRY HILL NJ 08002 | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 3.4 CITY-ST-ZIP | |
| TITLE | POOO <input type="checkbox"/> DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MULLER, GEORGE T. | 4.2 NAME | |
| STREET ADDRESS | 2235 ROUTE 70 WEST CHERRY HILL NJ 08002 | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 4.4 CITY-ST-ZIP | |
| TITLE | V <input type="checkbox"/> DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | ADCOCK, FRED D. | 5.2 NAME | |
| STREET ADDRESS | 2235 ROUTE 70 WEST CHERRY HILL NJ 08002 | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 5.4 CITY-ST-ZIP | |
| TITLE | V <input checked="" type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | BRAUN, THOMAS H. | 6.2 NAME | |
| STREET ADDRESS | 2235 ROUTE 70 WEST CHERRY HILL NJ 08002 | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 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 if changed, or on an attachment with an address, to the best of my knowledge, information and belief

SIGNATURE: _____ 8-6-97 609-488-8500

CR2E034 (4/97)

SUBARU OF AMERICA, INC.

OFFICERS:

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|-----------------------|--|
| Yasuo Fujiki | Chairman and CEO |
| George T. Muller | President & COO |
| Tetsuro Nishizawa | Executive Vice President |
| Fred D. Adcock | Vice President - Sales |
| Thomas J. Doll | Vice Pres. - Chief Financial Officer |
| Sheila Gallucci-Davis | Vice Pres. - General Counsel and Secretary |
| Monica D. Haley | Vice Pres. - Human Resources |
| Joseph T. Scharff | Vice Pres. - Administration and Treasurer |
| Keith E. Tilton | Vice Pres. - Parts |
| Yoshi Ohara | Vice Pres. - Product Planning and Service |
| Yasumi Mizuno | Vice Pres. - Sales Planning & Coordination and Marketing |

(Address for all listed above: 2235 Route 70 West, Cherry Hill, NJ 08002)

| | | |
|--------------------|---------------|--|
| Thomas C. Martin | Regional V.P. | Glenn Ave. & Foster Rd., Moorestown, NJ 08057 |
| Richard L. Crosson | Regional V.P. | 15000 E. 39th St., Aurora, CO 80011 |
| Harry W. Cyphers | Regional V.P. | One Pierce Place, Suite 775 West, Itasca, IL 60101 |
| Tim Parzybok | Regional V.P. | 8040 NE 33rd Drive, Portland, OR 97211 |
| Henry H. Purcell | Regional V.P. | 8611 Larkin Road, Savage, MD 20763 |

DIRECTORS:

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|--------------------|---|
| Yasuo Fujiki | see address above |
| George T. Muller | see address above |
| Isamu Kawai | Fuji Heavy Industries Ltd. Subaru Building 7-2, 1-chome Nishi-Shinjuku Shinjuku Ku, Tokyo 160, Japan |
| Takeshi Tanaka | see Fuji address |
| Eiichi Hongo | see Fuji address |
| Shigeaki Taniguchi | Room 717 Togin Building 4-2, 1-Chome Marunouchi Chiyoda-ku Tokyo 100, Japan |