

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

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**Feb 06 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		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.

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

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

3. Date Incorporated or Qualified 12/30/1991	
4. FEI Number 23-1693419	Applied For <input type="checkbox"/> 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 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

**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

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 signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS

TITLE	C	<input type="checkbox"/> DELETE
NAME	FUJIKI, YASUO	
STREET ADDRESS	2235 ROUTE 70 W CHERRY HILL NY	
CITY-ST-ZIP		
TITLE	V	<input type="checkbox"/> DELETE
NAME	NISHIZAWA, TETSURO	
STREET ADDRESS	2235 ROUTE 70 WEST CHERRY HILL NJ	
CITY-ST-ZIP		
TITLE	VT	<input type="checkbox"/> DELETE
NAME	SCHARFF, JOSEPH T.	
STREET ADDRESS	2235 ROUTE 70 WEST CHERRY HILL NJ 08002	
CITY-ST-ZIP		
TITLE	PCOO	<input type="checkbox"/> DELETE
NAME	MULLER, GEORGE T.	
STREET ADDRESS	2235 ROUTE 70 WEST CHERRY HILL NJ 08002	
CITY-ST-ZIP		
TITLE	V	<input type="checkbox"/> DELETE
NAME	ADCOCK, FRED D.	
STREET ADDRESS	2235 ROUTE 70 WEST CHERRY HILL NJ 08002	
CITY-ST-ZIP		
TITLE	RVP	<input type="checkbox"/> DELETE
NAME	PURCELL, HENRY H	
STREET ADDRESS	8811 LARKIN RD SAVAGE MD	
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	

See attached list of all officers and directors.

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. **to the best of my knowledge, information and belief.**

SIGNATURE _____ Date: 1/12/98 609-888-8500

CR2E034 (10/97)

SUBARU OF AMERICA, INC.

OFFICERS:

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
Joseph T. Scharff	Vice Pres. - Administration and Treasurer
Keith E. Tilton	Vice Pres. - Parts
Hideki Ishido	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:

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