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Jun 01 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 857432. (9)
1. Corporation Name
General Foods Credit Corporation

Principal Place of Business 200 FIRST STANFORD PL % JOHN P GELCICH, STDP STANFORD CT 06902 US	Mailing Address 200 FIRST STANFORD PLACE % JOHN P GELCICH STANFORD CT 06902 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 03/16/1983 4. FEI Number 13-6192890 Applied For 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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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
FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, 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	VP	1.1 TITLE	
NAME	MULLIGAN, J JOHN	1.2 NAME	
STREET ADDRESS	862 Towne House Road	1.3 STREET ADDRESS	
CITY-ST-ZIP	FAIRFIELD, CT 06430	1.4 CITY-ST-ZIP	
TITLE	P	2.1 TITLE	
NAME	X V X X	2.2 NAME	George R. Lewis
STREET ADDRESS	X V X X X X X X	2.3 STREET ADDRESS	236 South Lake Drive
CITY-ST-ZIP	X V X X	2.4 CITY-ST-ZIP	Stamford, CT 06903
TITLE	SGC	3.1 TITLE	
NAME	LEVENE, DOUGLAS B	3.2 NAME	
STREET ADDRESS	45 Ryders Lane	3.3 STREET ADDRESS	
CITY-ST-ZIP	WILTON, CT 06897	3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	500002543845
STREET ADDRESS		6.3 STREET ADDRESS	-06/02/98--01016--012
CITY-ST-ZIP		6.4 CITY-ST-ZIP	***150.00

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.

SIGNATURE: X John M. Lewis John M. Lewis 4/21/98 (94) 335-8200

**General Foods Credit Corporation
200 First Stamford Place, Suite 400
Stamford, CT 06902 - 6745
Id.# 13-6192890**

Directors:

John J. Mulligan
John M. Spera
George R. Lewis

Officers:

<u>Name</u>	<u>Title(s)</u>	<u>Residence Address</u>
George R. Lewis	Chairman and President	236 South Lake Drive Stamford, CT 06903
John J. Mulligan	Vice President	862 Towne House Road Fairfield, CT 06430
Thomas W. Urbach	Vice President	8 Laurelwood Dr. New Fairfield, CT 06812
Raymond S. McCann	Vice President	435 West 23rd St. Apt 15B New York, NY 10011
<u>John M. Spera</u>	<u>Vice President and Treasurer</u>	<u>12 Mimosa Place</u> <u>Ridgefield, CT 06877</u>
Douglas B. Levene	Secretary	45 Ryders Lane Wilton, CT 06897
Steven P. Seagriff	Vice President	3 Doubleday Lane Ridgefield, CT 06877
Alex T. Russo	Vice President	3135 Moss Lane Yorktown Hights, NY 10598
Donna N. Lyde	Assistant Secretary	117 West Second Street Mt. Vernon, NY 10550
Nancy S. Rights	Assistant Secretary	20 Windswept Circle Brewster, NY 10509
Diane M. McAdams	Assistant Secretary	58 Long Meadows Road Wilton, CT 06897