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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 442165 1. Corporation Name T & T CO. HOLDING COMPANY			
Principal Place of Business 1700 MARKET ST 22ND FL PHILADELPHIA PA 19103 US		Mailing Address C/O CLTIC 1700 MARKET STREET, 21ST FLOOR PHILADELPHIA PA 19103-3990 US	
2. Principal Place of Business 21 101 Gateway Cntr Pkwy Suite, Apt. #, etc. 22 Gateway One City & State 23 Richmond, VA Zip 23235 Country USA		2a. Mailing Address 26 101 Gateway Cntr Pkwy Suite, Apt. #, etc. 27 Gateway One City & State 28 Richmond, VA Zip 23235 Country USA	
9. Name and Address of Current Registered Agent SMITH, JAMES W 1901 W. COLONIAL DR. ORLANDO FL 32804		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 607.1508, 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 reappointing) DATE			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE P NAME WENDER, HERBERT STREET ADDRESS 1700 MARKET ST 22ND FL CITY-ST-ZIP PHILADELPHIA PA		1.1 TITLE D, P 1.2 NAME Janet A. Alpert 1.3 STREET ADDRESS 101 Gateway Cntr Pkwy 1.4 CITY-ST-ZIP Richmond Va 23235	
TITLE SVPO NAME GLASSBERG, DAVID E. STREET ADDRESS 1700 MARKET ST 22ND FL CITY-ST-ZIP PHILADELPHIA PA		2.1 TITLE D, SVP 2.2 NAME Wayne L. Levins 2.3 STREET ADDRESS 1901 W. Colonial Drive 2.4 CITY-ST-ZIP Orlando FL 32804	
TITLE V NAME LYNCH, JAMES J. D. STREET ADDRESS 1700 MARKET ST 22ND FL CITY-ST-ZIP PHILADELPHIA PA		3.1 TITLE Asst. Sec. 3.2 NAME Wm. Chadwick Perrine 3.3 STREET ADDRESS 101 Gateway Centre Parkway 3.4 CITY-ST-ZIP Richmond VA 23235	
TITLE SVPT NAME TISCHLER, JEFFREY A. STREET ADDRESS 1700 MARKET ST 22ND FL CITY-ST-ZIP PHILADELPHIA PA		4.1 TITLE D, SVP, CFO 4.2 NAME 4.3 STREET ADDRESS 101 Gateway Centre Parkway 4.4 CITY-ST-ZIP Richmond, VA 23235	
TITLE D NAME RAPP, JOHN P STREET ADDRESS 1700 MARKET ST 22ND FL CITY-ST-ZIP PHILADELPHIA PA 19103		5.1 TITLE D, SVP 5.2 NAME 5.3 STREET ADDRESS 101 Gateway Centre Parkway 5.4 CITY-ST-ZIP Richmond, VA 23235	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		6.1 TITLE VP 6.2 NAME James W. Smith 6.3 STREET ADDRESS 101 W. Colonial Drive 6.4 CITY-ST-ZIP Orlando FL 32804	

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:

W. RIVER PURCELL

Date

Daytime Phone #

CR2E034 (11/98)