


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

FILED

Jan 28 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 817435 (1)
 1. Corporation Name
PACIFIC FINANCE LOANS, INC.

Principal Place of Business 1150 SOUTH OLIVE ST TAX DEPT LOS ANGELES CALIFORNIA 90015	Mailing Address 1150 SOUTH OLIVE ST TAX DEPT LOS ANGELES CALIFORNIA 90015-2211
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2. Principal Place of Business 21 1150 South Olive St Suite, Apt. #, etc. 22 Law Dept. City & State 23 Los Angeles Zip 24 90015		2a. Mailing Address 26 1150 So. Olive St. Suite, Apt. #, etc. 27 Law Dept City & State 28 Los Angeles Zip 29 90015		3. Date Incorporated or Qualified 10/22/1993		3a. Date of Last Report 05/01/1996	
Country 25 LA		Country 30 LA		4. FEI Number 95-2273530		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 has liability for intangible tax under s. 199.032, Florida Statutes <input 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 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 signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VDT <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAWKINS, D.H.	1.2 NAME	
STREET ADDRESS	600 MONTGOMERY ST	1.3 STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA 94111	1.4 CITY - ST - ZIP	
TITLE	VDCF <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FOLTZ, S H	2.2 NAME	
STREET ADDRESS	1150 S OLIVE ST	2.3 STREET ADDRESS	
CITY - ST - ZIP	LOS ANGELES, CA 90015	2.4 CITY - ST - ZIP	
TITLE	VCS <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MURPHY, J.J.	3.2 NAME	
STREET ADDRESS	1150 S OLIVE ST	3.3 STREET ADDRESS	
CITY - ST - ZIP	LOS ANGELES, CA 90015	3.4 CITY - ST - ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	REICH, R I	4.2 NAME	
STREET ADDRESS	1150 S OLIVE ST	4.3 STREET ADDRESS	
CITY - ST - ZIP	LOS ANGELES, CA 90015	4.4 CITY - ST - ZIP	
TITLE	VCST <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	LORENTZ, J M	5.2 NAME	Jerry D. Glover
STREET ADDRESS	1150 S OLIVE ST	5.3 STREET ADDRESS	5630 College Blvd
CITY - ST - ZIP	LOS ANGELES, CA 90015	5.4 CITY - ST - ZIP	Overland Park, KS 66211
TITLE	VC <input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BIERMAN, J L	6.2 NAME	Richard G. Smith
STREET ADDRESS	1150 S OLIVE ST	6.3 STREET ADDRESS	1701 E. Woodfield Rd. #1110
CITY - ST - ZIP	LOS ANGELES, CA 90015	6.4 CITY - ST - ZIP	Schaumburg, IL 60173

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.

SIGNATURE: *[Signature]* **1/17/97** (213) 742-4321
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

PACIFIC FINANCIAL LOANS
 [Incorporated in California on August 19, 1983;
 a Subsidiary of Transamerica Financial Services Holding Company]
 FID: 95-2273530

LIST OF OFFICERS AND DIRECTORS

<u>NAME AND TITLE</u>	<u>HOME ADDRESS</u>	<u>BUSINESS ADDRESS</u>
OFFICE OF THE PRESIDENT TEMPORARILY VACANT		
Stephen H. Foltz, Director	950 South Flower Street Los Angeles, CA 90015	1150 South Flower Street Los Angeles, CA 90015
Jerry D. Glover, Director & Executive Vice President - Operations	26280 West 108th Street Olathe, KS 66061	5630 College Boulevard Overland Park, KS 66211
David H. Hawkins, Director, Vice President & Treasurer	2855 Broadrick Street San Francisco, CA 94123	600 Montgomery Street San Francisco, CA 94111
Sedrick A. Tydus, Director & Executive Vice President - Retail Distributions	114 Greenbank Avenue Piedmont, CA 94611	1150 South Olive Street Los Angeles, CA 90015
Marcus A. vonKapff, Director & Ex, VP - Marketing & Business Development	11752 Dorothy Street #104 Los Angeles, CA 90049	1150 South Olive Street Los Angeles, CA 90015
Anthony W. Loper, Vice President - Home Equity Services	3069 St. Mary's Way Powhatan, VA 23139	4600 Cox Road, #111 Glen Allen, VA 23060
Richard G. Smith, Vice President - Home Equity Services	110 Carlson Parkway #120 Minnetonka, MN 55305	1701 E. Woodfield Rd. #1110 Schaumburg, IL 60173
James J. Murphy, Vice President, General Counsel & Secretary	2672 Walker Lee Los Alamitos, CA 90720	1150 South Olive Street Los Angeles, CA 90015
Revised 12/96		