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May 05 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 # 819051 (4)
1. Corporation Name
BLC CORPORATION

Principal Place of Business 989 E HILLSIDE BLVD 300 FOSTER CITY CA 94404 US	Mailing Address 989 E HILLSIDE BLVD 300 FOSTER CITY CA 94404 US
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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/28/1965	3a. Date of Last Report 05/01/1996
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 04-2377014	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" 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

FL

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 reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PTD	1.1 TITLE	PTD
NAME	SILVER, WILLIAM R	1.2 NAME	ROBERT F. CUNNINGHAM
STREET ADDRESS	450 MAMARONECK DRIVE	1.3 STREET ADDRESS	989 EAST HILLSDALE BLVD
CITY-ST-ZIP	HARRISON NY	1.4 CITY-ST-ZIP	FOSTER CITY, CA 94404
TITLE	VD	2.1 TITLE	
NAME	SEWALL, WILLIAM D.	2.2 NAME	
STREET ADDRESS	989 EAST HILLSDALE BLVD	2.3 STREET ADDRESS	
CITY-ST-ZIP	FOSTER CITY CA	2.4 CITY-ST-ZIP	
TITLE	VD	3.1 TITLE	
NAME	BROWNE, E P	3.2 NAME	
STREET ADDRESS	989 EAST HILLSDALE BLVD	3.3 STREET ADDRESS	
CITY-ST-ZIP	FOSTER CITY CA	3.4 CITY-ST-ZIP	
TITLE	VD	4.1 TITLE	
NAME	UYEDA, KEN T	4.2 NAME	
STREET ADDRESS	989 EAST HILLSDALE BLVD	4.3 STREET ADDRESS	
CITY-ST-ZIP	FOSTER CITY CA	4.4 CITY-ST-ZIP	
TITLE	S	5.1 TITLE	
NAME	CURT A SCHULTZ	5.2 NAME	
STREET ADDRESS	989 EAST HILLSDALE BLVD	5.3 STREET ADDRESS	
CITY-ST-ZIP	FOSTER CITY CA	5.4 CITY-ST-ZIP	
TITLE	VD	6.1 TITLE	
NAME	ROBERT F. CUNNINGHAM	6.2 NAME	ROBERT D. SPURR
STREET ADDRESS	989 EAST HILLSDALE BLVD	6.3 STREET ADDRESS	989 EAST HILLSDALE BLVD
CITY-ST-ZIP	FOSTER CITY CA	6.4 CITY-ST-ZIP	FOSTER CITY, CA 94404

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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

BRENN O'CONNOR 4/17/97 415/571-8210
ASS V.P. - TAX Date Daytime Phone #
0626266

CR2E034 (9/96)

OFFICERS AND DIRECTORS

CITICORP BANKERS LEASING AND SUBSIDIARIES

Elected 7/31/96

<u>Title</u>	<u>Name</u>	<u>Business Address</u>
President, Treasurer & Director	Robert F. Cunningham 011-42-9775	989 E. Hillsdale Blvd. Foster City, CA 94404
Sr. Vice President Assistant Secretary & Director	Edmond P. Browne 567-30-5198	989 E. Hillsdale Blvd. Foster City, CA 94404
Sr. Vice President Services, Asst. Secretary & Director	William D. Sewall 022-36-8003	989 E. Hillsdale Blvd. Foster City, CA 94404
Senior Vice President & Secretary	Curt A. Schultz 560-70-7146	989 E. Hillsdale Blvd. Foster City, CA 94404
Vice President - Lease Administration	Robert B. Spratt 560-70-7146	989 E. Hillsdale Blvd. Foster City, CA 94404
Vice President & Director	William Bosco	399 Park Ave., 6th Fl. New York, NY 10043
Vice President & Director	Thomas P. Raabe	450 Mamaroneck Drive Harrison, NY 10528
Vice President	Theresa Brandt	641 Lexington Avenue New York, NY 10043
Assistant Vice President Tax	Brian O'Connor 224-70-0494	989 E. Hillsdale Blvd. Foster City, CA 94404

Includes the following subsidiary companies: CBL Capital Corporation; Bankers Leasing Corporation and its wholly owned subsidiaries (Commonwealth Control, Inc.; The Commonwealth Plan, Inc.; The Commonwealth System, Inc. BLC Corporation; Commetro Leasing, Inc; Financial Leasing Corporation; New England Equipment Finance Corporation; The Pacific Plan, Inc.; and the Worcester Plan, Inc.)