

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

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

**FILED**

98 MAY 19 AM 9:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOCUMENT # 820226 (9)  
1. Corporation Name  
TEXTRON FINANCIAL CORPORATION

Principal Place of Business: 40 WESTMINSTER STREET, PROVIDENCE RI 02903  
Mailing Address: 40 WESTMINSTER STREET, PROVIDENCE RI 02903-2525

3. Date Incorporated or Qualified: 02/09/1967  
3a. Date of Last Report: 02/08/1996

21. Principal Place of Business	2a. Mailing Address	4. FEI Number: 05-6008768	Applied For: Not Applicable
22. Suite, Apt. #, etc.	27. Suite, Apt. #, etc.	5. Certificate of Status Desired	\$8.75 Additional Fee Required
23. City & State	28. City & State	6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
24. Zip	29. Country	30. Zip	30. Country
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	

9. Name and Address of Current Registered Agent  
THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
110 N. MAGNOLIA ST.  
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent  
81 Name  
82 Street Address (P.O. Box Number is Not Acceptable): 1201 HAYS STREET  
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: \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: PD	DAVIS, STEPHEN J. 40 WESTMINSTER STREET PROVIDENCE RI 02903	1.1 TITLE: D	Change
TITLE: D	HARDYMON, JAMES F. 40 WESTMINSTER STREET PROVIDENCE RI 02903	1.2 NAME: 600 ANTON BLVD	
TITLE: VP	FAHLBECK, DOUGLAS A. 40 WESTMINSTER STREET PROVIDENCE RI 02903	1.3 STREET ADDRESS: COSTA MESA, CA. 92628-5011	
TITLE: D	CAMPBELL, LEWIS R. 40 WESTMINSTER STREET PROVIDENCE RI 02903	1.4 CITY-ST-ZIP: 40000253187	
TITLE: VPAC	ELFSTROM, BARRY L. 40 WESTMINSTER STREET PROVIDENCE RI 02903	2.1 TITLE: -05/21/98--01075--012	
TITLE: SVP	PERKINS, ELIZABETH C. 40 WESTMINSTER STREET PROVIDENCE RI 02903	2.2 NAME: ****150.00 ****150.00	
		2.3 STREET ADDRESS: SVP Thomas J. Cullen	
		2.4 CITY-ST-ZIP: 40 Westminister Street	
		3.1 TITLE: VP	
		3.2 NAME: Kathleen A. Smith	
		3.3 STREET ADDRESS: 40 Westminister Street	
		3.4 CITY-ST-ZIP: Providence RI 02941	
		4.1 TITLE: PD	
		4.2 NAME: Stephen A. Giliotti	
		4.3 STREET ADDRESS: 40 Westminister Street	
		4.4 CITY-ST-ZIP: Providence RI 02941	
		5.1 TITLE: SVP	
		5.2 NAME: TS. 5/21	
		5.3 STREET ADDRESS:	
		5.4 CITY-ST-ZIP:	
		6.1 TITLE:	
		6.2 NAME:	
		6.3 STREET ADDRESS:	
		6.4 CITY-ST-ZIP:	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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: *Kathleen A. Smith* 401-621-4479 4/25/98

CR2E034 (9/96)

**Textron Financial Corporation  
and its subsidiaries**

**Officers**

	HOME ADDRESS:	BUSINESS ADDRESS:
Stephen A. Giliotti President S.S. 166-38-9692	65 Bow Street East Greenwich, RI 02818	40 Westminster Street Providence, RI 02903
Buell J. Carter Senior Vice President - Operations S.S. 401-60-5431	320 Rossiter Ridge Alpharetta, GA 30202	4550 No. Point Parkway Suite 400 Alpharetta, GA 30022
Thomas J. Cullen Senior Vice President - Finance S.S. 026-48-1153	99B Nipmuc Trail North Providence, RI 02904	40 Westminster Street Providence, RI 02903
O. Lewis Humphrey Senior Vice President and Chief Credit Officer S.S. 266-86-2072	20 Chantilly Drive Barrington, RI 02806	40 Westminster Street Providence, RI 02903
Dan R. McCullough Senior Vice President, Operations and International S.S. 273-40-7829	36 Horizon Drive Saunderstown, RI 02874	40 Westminster Street Providence, RI 02903
Elizabeth C. Perkins Senior Vice President, General Counsel and Secretary S.S. 132-34-5669	195 Arlington Avenue Providence, RI 02906	40 Westminster Street Providence, RI 02903
Joseph L. Bronk Vice President - Group Investment Control S.S. 475-50-4867	1065 Longwood Drive Woodstock, GA 30188	4550 No. Point Parkway Suite 400 Alpharetta, GA 30022

**HOME ADDRESS:**

Marc C. Burch  
Vice President - Division Manager  
Asset Based Lending Division  
S.S. 256-78-6075

3582 Chelsea Crescent NE  
Atlanta, GA 30319

**BUSINESS ADDRESS:**

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Angelo M. Butera  
Vice President - Investment Control  
Vendor Finance Division  
S.S. 199-36-6139

205 Holly Hills Lane  
Saunderstown, RI 02874

40 Westminster Street  
Providence, RI 02903

Andrew M. Chester  
Vice President - Human Resources  
S.S. 023-40-4382

47 Berndt Drive  
Attleboro, MA 02703

40 Westminster Street  
Providence, RI 02903

William J. Clegg III  
Senior Corporate Counsel and  
Assistant Secretary  
S.S. 032-46-4058

626 Ives Road  
East Greenwich, RI 02818

40 Westminster Street  
Providence, RI 02903

Barry L. Elfstrom  
Vice President and Controller  
S.S. 473-64-8378

24 Eden Court  
North Kingstown, RI 02852

40 Westminster Street  
Providence, RI 02903

Frank R. Ficca  
Vice President  
Syndications  
S.S. 197-30-7613

750 Burgundy Circle  
Gulp Mills, PA 19406

150 So. Warner Road  
Walnut Hill Plaza, Suite 344  
King of Prussia, PA 19406

Gary J. Heidel  
Vice President - Division Manager  
Small Business Finance Division  
136-46-8954

63 Pocono Drive  
Warwick, RI 02888

40 Westminster Street  
Providence, RI 02903

Gary R. Kamrath  
Vice President - Division Manager  
Floorplan Finance Division  
S.S. 473-50-9922

7050 River Shore Lane  
Champlin, MN 55316

6120 Earle Brown Drive, Suite 700  
Brooklyn Center, MN 55430

**HOME ADDRESS:**

**BUSINESS ADDRESS:**

Daniel P. Klineko  
Vice President - Division Manager  
Commercial Finance Division  
S.S. 282-38-6853

306 Hillpine Drive  
Woodstock, GA 30189

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Brian F. Lynn  
Vice President - Division Manager  
Vendor Finance Division  
S.S. 019-38-3832

130 Howard Street  
Easton, MA 02375

40 Westminster Street  
Providence, RI 02903

Charles T. McGuire  
Vice President - Division Manager  
Aerospace Finance Division  
S.S. 462-82-1166

313 Chapelwood Drive  
Bedford, TX 76021

9001 Airport Freeway  
Fort Worth, TX 76180

Nicholas L. Mecca  
Vice President -  
Business Development Manager  
Real Estate Receivables Division  
S.S. 040-34-6832

16 Pheasant Run  
Burlington, CT 06013

333 East River Road  
Suite 305  
East Hartford, CT 06108

Richard H. Mitterling  
Vice President - Division Manager  
Recreational Receivables Division  
S.S. 203-38-4460

7 Old Oak Drive  
Simsbury, CT 06070

333 East River Drive  
Suite 305  
East Hartford, CT 06108

Ramon J. Munoz  
Vice President - Division Manager  
Golf Course Finance Division  
S.S. 583-90-4694

8 Stratford Hall Place  
Rosewood Plantation  
Atlanta, GA 30342

5901-A Peachtree Dunwoody  
Suite 400  
Alpharetta, GA 30022

David A. Raspollo  
Vice President - Information Systems  
S.S. 038-44-2403

57 Whispering Pines Drive  
Cranston, RI 02921

40 Westminster Street  
Providence, RI 02903

Eric Salander  
Vice President - Strategic Planning  
S.S. 039-34-9812

4 Elton Road  
Barrington, RI 02806

40 Westminster Street  
Providence, RI 02903

**HOME ADDRESS:**

**BUSINESS ADDRESS:**

Sharon E. Selk  
Senior Corporate Counsel and Assistant Secretary  
S.S. 165-42-5661

1126 Morningside Place  
Atlanta, GA 30306

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

David Wisen  
Vice President and Treasurer  
S.S. 117-56-4496

523 Wayland Avenue  
Providence, RI 02906

40 Westminster Street  
Providence, RI 02903

David F. Brede  
Assistant Vice President - Loan Manager  
Recreational Receivables Division  
S.S. 047-58-5474

10 Wightman Place  
Cromwell, CT 06416

333 East River Drive, Suite 305  
East Hartford, CT 06108

Anne M. Cahill  
Assistant Vice President -  
West Zone Manager  
Commercial Finance Division  
S.S. 348-50-2207

2410 Miramonte Court  
Tustin, CA 32782

333 City Boulevard West  
Suite 2050  
Orange, CA 92668

Michael R. Chinnock  
Assistant Vice President -  
National Accounts Manager  
Floorplan Finance Division  
S.S. 549-70-9707

6 Paseo Acebo  
Rancho Santa Margarita, CA 92688

6120 Earle Brown Drive, Suite 700  
Brooklyn Center, MN 55430

Charles J. Greenisen  
Division Counsel  
and Assistant Secretary  
Golf Course Finance Division  
S.S. 277-68-3654

4922 Heatherdale Lane  
Atlanta, GA 30360

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Donald C. Henderson  
Assistant Vice President -  
Corporate Investment Control  
S.S. 172-54-0331

7L State Street  
North Kingstown, RI 02852

40 Westminster Street  
Providence, RI 02903

**HOME ADDRESS:**

H. Reed Howard  
Assistant Vice President -  
Southern Zone Manager  
Commercial Finance Division  
S.S. 257-02-6446

977 Brickberry Lane  
Marietta, GA 30062

Peter N. James  
Assistant Vice President - Syndications  
Commercial Finance Division  
S.S. 133-50-1760

133 Summerset Lane  
Atlanta, GA 30328

Joyce A. Joseph  
Assistant Vice President -  
Assistant Controller  
S.S. 034-50-5584

56 Samoset Avenue  
Providence, RI 02908

Thomas H. Kaiser  
Division Counsel and  
Assistant Secretary  
Commercial Finance Division  
S.S. 234-88-6626

1811 Jacksons Creek Drive  
Marietta, GA 30068

Marc W. Kleinhans  
Assistant Vice President -  
Aviation Services Manager  
Aerospace Finance Division  
S.S. 296-50-3674

2021 Oak Creek Court  
Garland, TX 75040

John K. King  
Assistant Vice President -  
National Marketing Manager  
Floorplan Finance Division  
S.S. 390-58-7870

10540 Grouse Circle NW  
Coon Rapids, MN 55433

Frank J. Lally  
Assistant Vice President -  
Systems and Controls  
S.S. 038-30-1033

11 Riverview Drive  
N. Providence, RI 02904

**BUSINESS ADDRESS:**

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

5901-A Peachtree Dunwoody Road  
Suite 400  
Alpharetta, GA 30022

40 Westminster Street  
Providence, RI 02903

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

9001 Airport Freeway Suite 800  
Suite 800  
Fort Worth, TX 76180

6120 Earl Brown Drive, Suite 700  
Brooklyn Center, MN 55430

40 Westminster Street  
Providence, RI 02903

**HOME ADDRESS:**

Pamela A. Lenamon  
Assistant Vice President -  
Investment Control  
Aerospace Finance Division  
S.S. 270-50-8893

3105 Western Club Way  
Arlington, TX 76017

**BUSINESS ADDRESS:**

9001 Airport Freeway, Suite 800  
Fort Worth, TX 76180

Charles F. Locurto  
Assistant Vice President -  
Information Systems  
S.S. 133-60-8667

36 Holiday Drive  
Lincoln, RI 02865

40 Westminster Street  
Providence, RI 02903

Linda S. Merican  
Division Counsel  
and Assistant Secretary  
Vendor Finance Division  
S.S. 220-50-4090

427 Cole Street, Apt. #2  
Providence, RI 02903

40 Westminster Street  
Providence, RI 02903

Brian M. Mumaw  
Assistant Vice President -  
National Accounts Manager  
Commercial Finance Division  
S.S. 384-44-1089

312 Crabapple Springs Way  
Woodstock, GA 30188

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Donald A. Nipper  
Assistant Vice President -  
Regional Sales Manager  
Aerospace Finance Division  
S.S. 228-60-7589

2713 Bedfordshire  
P.O. Box 211191  
Bedford, TX 76021

9001 Airport Freeway, Suite 800  
Fort Worth, TX 76180

Patricia L. Norton  
Assistant Vice President - Operations  
Golf Course Finance Division  
S.S. 262-37-6314

3806 Woodruff Court  
Woodstock, GA 30188

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

David J. Retallick  
Assistant Vice President -  
Northern Zone Manager  
Commercial Finance Division  
S.S. 023-40-6511

33 Collins Mill Road  
RD #5  
Chester Springs, PA 19425

150 South Warner Road  
Walnut Hill Plaza, Suite 344  
King of Prussia, PA 19406

**HOME ADDRESS:**

Kathleen A. Smith  
Assistant Vice President - Tax  
S.S. 023-32-7774

200 Cannon Street, Apt. 152  
Cranston, RI 02920

**BUSINESS ADDRESS:**

40 Westminster Street  
Providence, RI 02903

Andrew M. Snook  
Assistant Vice President - Underwriting  
Golf Finance Division  
S.S. 442-82-3400

6670 Maid Marion Close  
Alpharetta, GA 30202

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Timothy O. Underwood  
Assistant Vice President -  
Investment Control  
Commercial Finance Division  
S.S. 422-66-8988

1369 Drayton Woods Drive  
Tucker, GA 30084

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Guy A. Whiteman  
Assistant Vice President -  
Group Collection Manager  
S.S. 167-44-2421

10 Signal Rock Drive  
N. Kingstown, RI 02852

40 Westminster Street  
Providence, RI 02903

Darrel E. Wild  
Assistant Vice President -  
Investment Control Manager  
Floorplan Finance Division  
S.S. 511-76-4879

8633 Edinbrook Crossing, Apt. 251  
Brooklyn Park, MN 55443

6120 Earle Brown Drive, Suite 700  
Brooklyn Center, MN 55430

David E. Wilder  
Assistant Vice President -  
Information Systems  
S.S. 037-36-6073

50 Temple Drive  
East Providence, RI 02915

40 Westminster Street  
Providence, RI 02903

Bobbie Jean Williams  
Assistant Vice President -  
Corporate Investment Control  
S.S. 267-58-5977

52 Little Wood Path  
Wakefield, RI 02879

40 Westminster Street  
Providence, RI 02903



**HOME ADDRESS:**

Richard C. Winger  
Assistant Vice President -  
National Accounts Manager  
Floorplan Finance Division  
S.S. 562-82-2273

3221 Bright Star Cove  
Bartlett, TN 38134

**BUSINESS ADDRESS:**

6120 Earle Brown Drive, Suite 700  
Brooklyn Center, MN 55430

Charles T. Brusso, Jr.  
Assistant Secretary  
S.S. 037-46-8894

280 Pontiac Avenue, Apt. 2  
Cranston, RI 02910

40 Westminster Street  
Providence, RI 02903

Amera S. Busch  
Assistant Secretary  
S.S. 465-45-0872

7909 Lazy Lane  
Fort Worth, TX 76180

9001 Airport Freeway  
Suite 800  
Fort Worth, TX 76180

Ines R. Cano  
Assistant Secretary  
S.S. 036-48-3426

319 Providence Street #512  
West Warwick, RI 02893

40 Westminster Street  
Providence, RI 02903

Daniel M. Frankel  
Assistant Secretary  
S.S. 255-41-1239

800 East Powderhorn Rd.  
Atlanta, GA 30342

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Allison K. Grenier  
Assistant Secretary  
S.S. 035-38-0255

6 Brian Wood Court  
Warwick, RI 02886

40 Westminster Street  
Providence, RI 02903

Margaret R. Hayes-Cote  
Assistant Secretary  
S.S. 122-46-9339

5 Scenic Drive  
Warwick, RI 02886

40 Westminster Street  
Providence, RI 02903

Linda R. Kortick  
Assistant Secretary  
S.S. 041-70-3811

13 Buckboard Drive  
Cumberland, RI 02864

40 Westminster Street  
Providence, RI 02903

Ronald H. Messinger  
Assistant Secretary  
S.S. 043-50-0287

80 Country Lane, Unit 36  
Vernon, CT 06066

333 East River Road  
East Hartford, CT 06108

Andrew L. Much  
Assistant Secretary  
S.S. 355-44-7651

Ann T. Willaman  
Assistant Secretary  
S.S. 221-30-7761

Edward M. Andrews  
Assistant Treasurer  
S.S. 036-32-9388

Thomas J. Fredericks  
Assistant Treasurer  
S.S. 150-38-9879

Gregory E. Hudson  
Assistant Treasurer  
S.S. 036-30-0691

**HOME ADDRESS:**

2911 Elliott Circle  
Atlanta, GA 30305

117 Wollaston Street  
Cranston, RI 02910

9 Mitris Boulevard  
Lincoln, RI 02865

5 Woollett Court  
Barrington, RI 02806

45 Downing Street  
East Greenwich, RI 02818

**BUSINESS ADDRESS:**

4550 No. Point Parkway  
Suite 400  
Alpharetta, GA 30022

Textron Inc.  
40 Westminster Street  
Providence, RI 02903

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Providence, RI 02903

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40 Westminster Street  
Providence, RI 02903

**Textron Financial Corporation**

<b><u>Officers:</u></b>	<b><u>Title</u></b>	<b><u>Business Address</u></b>
<b>Stephen A. Giliotti</b>	<b>President</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>David J. Wisen</b>	<b>Treasurer</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Elizabeth C. Perkins</b>	<b>Secretary</b>	<b>40 Westminster Street, Prov. RI 02903</b>

<b><u>Directors:</u></b>	<b><u>Business Address</u></b>
<b>James F. Hardyman</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Lewis C. Campbell</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Edward Arditte</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Wayne W. Juchantz</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Stephen L. Key</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Stephen A. Giliotti</b>	<b>40 Westminster Street, Prov. RI 02903</b>
<b>Stephen J. Davis</b>	<b>600 Anton Blvd. Costa Mesa, CA 92628-5011</b>
<b>Warren R. Lyons</b>	<b>600 Anton Blvd. Costa Mesa, CA 92628-5011</b>