FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

FILED
May 14 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997

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

DOCUMENT # 821770 (5)

1. Corporation Name
GENERAL MOTORS OVERSEAS DISTRIBUTION CORPORATION

Principal Place of Business	Mailing Address
P O BOX 9025 15-201 GM BLDG DETROIT MI 48202 US	P O BOX 9025 15-201 GM BLDG DETROIT MI 48202-9025 US

3. Date Incorporated or Qualified: 08/22/1968
3a. Date of Last Report: 04/18/1996

2. Principal Place of Business — 21
Suite, Apt. #, etc. — 22
City & State — 23
Zip — 24; Country — 25

2a. Mailing Address — 26
Suite, Apt. #, etc. — 27
City & State — 28
Zip — 29; Country — 30

4. FEI Number: 38-1271304 ☐ Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐ $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☒ 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 ______ 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	T	☐ DELETE	1.1 TITLE	T/O	☒ Change ☐ Addition
NAME	E. FOLLIN SMITH		1.2 NAME	MARK T. GREENQUIST	
STREET ADDRESS	3044 W. GRAND BLVD.		1.3 STREET ADDRESS	3044 W. GRAND BLVD.	
CITY-ST-ZIP	DETRIOT MI		1.4 CITY-ST-ZIP	DETROIT, MI 48202	
TITLE	V	☐ DELETE	2.1 TITLE		☐ Change ☐ Addition
NAME	CARR, R.N.		2.2 NAME		
STREET ADDRESS	3044 W GRAND BLVD		2.3 STREET ADDRESS		
CITY-ST-ZIP	DETROIT, MI 48202		2.4 CITY-ST-ZIP		
TITLE	P	☐ DELETE	3.1 TITLE		☐ Change ☐ Addition
NAME	LEE, RICHARD M.		3.2 NAME		
STREET ADDRESS	3044 W GRAND BLVD		3.3 STREET ADDRESS		
CITY-ST-ZIP	DETROIT, MI 48202		3.4 CITY-ST-ZIP		
TITLE	V	☐ DELETE	4.1 TITLE		☐ Change ☐ Addition
NAME	HITTLE, J F		4.2 NAME		
STREET ADDRESS	3044 W GRAND BLVD		4.3 STREET ADDRESS		
CITY-ST-ZIP	DETROIT, MI 48202		4.4 CITY-ST-ZIP		
TITLE	S	☐ DELETE	5.1 TITLE	S	☑ Change ☐ Addition
NAME	DONOVAN, SANDRA		5.2 NAME	BARBARA A. LISTER	
STREET ADDRESS	3044 W GRAND BLVD		5.3 STREET ADDRESS	3044 W. GRAND BLVD.	
CITY-ST-ZIP	DETROIT, MI 48202		5.4 CITY-ST-ZIP	DETROIT, MI 48202	
TITLE	V	☐ DELETE	6.1 TITLE	V	☑ Change ☐ Addition
NAME	BLAIR, ROBERT W		6.2 NAME	ROBERT W. BAKER	
STREET ADDRESS	3044 W GRAND BLVD		6.3 STREET ADDRESS	3044 W. GRAND BLVD.	
CITY-ST-ZIP	DETROIT, MI 48202 48202		6.4 CITY-ST-ZIP	DETROIT, MI 48202	

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: Barbara A. Lister 4/28/97 313-974-1020

CR2E034 (9/96)

General Motors Overseas Distribution Corporation

Board of Directors
Richard C. Nerod, Chairman
L. Greg DeYonker
Maurice F. Dieterich
Robert W. Hendry
Mark T. Greenquist

Officers

President
to be elected

Executive Vice Presidents
L. Greg DeYonker
Robert W. Hendry
Richard C. Nerod
Mohammed A. Razaq
Donald T. Sullivan
G. Richard Wagoner, Jr.

Vice Presidents

George H. Baker
Robert W. Baker
Ronald L. Barr
Alan S. Batey
John G. Blahnik
Wayne D. Brannon
Richard N. Carr
Richard R. Colcomb
Maurice F. Dieterich
Dale M. Dietrich
Ronald J. Dostal
J. Michael Durrie
James L. Fry
William F. Fullam
David P. Gaus
Dallas G. Gritton
Thomas D. Hitchman
John F. Hittle
Mark T. Hogan
Charles D. James
William Lay
Teddy C. Lee
Charles S. McElyea
Gary T. McMillin
Harold J. Miller
Francois F. Noens
J. Timothy O'Connor
Thomas W. Olmsted
Stanley P. Owens
David P. Robison
Thomas J. Ruble
Louis A. Sande
Ludwig Schultheiss
Sandro D. Segalini
William R. Shaffer
Keith T. Sheldon
Louis J. Sorchevich
James E. Steinhagen
Douglas J. Terry
Gualterio Weiland
James E. Zamjahn

Secretary
Barbara A. Lister

Assistant Secretaries
John B. Basher
Darrel E. Dinger
Ronald E. Gill
Katherine A. Koenig
John J. Nowicki
Peter X. Sickinger
Richard F. Williams
M. Cheryl Wolar

Treasurer
Mark T. Greenquist

Assistant Treasurers
Walter G. Borst
Donald R. Garlit
Jack L. Manning, Jr.
Charles S. McElyea
Robin H. Rocchi
Mark A. Schnell

General Counsel
Anthony P. Thrubis

Chief Tax Officer
Roger D. Wheeler

The mailing address for the above Officers and Directors is 3044 General Motors Boulevard, Detroit, Michigan 48202. Terms expire during the month of April, or when successors are chosen and qualify.

Rev 1/28/97
officers/gmodc