


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

FILED

Apr 29 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 # 834364 (2) 1. Corporation Name BTM FINANCIAL & LEASING CORPORATION					
Principal Place of Business 125 SUMMER ST (02110) P.O. BOX 2332 BOSTON MA 02107			Mailing Address 125 SUMMER ST (02110) P.O. BOX 2332 BOSTON MA 02107-2332 US		
2. Principal Place of Business 21		2a. Mailing Address 26		3. Date Incorporated or Qualified 05/01/1975	
Suite, Apt. #, etc. 22		Suite, Apt. #, etc. 27		3a. Date of Last Report 04/24/1996	
City & State 23		City & State 28		4. FEI Number 04-6077779	
Zip 24		Country 25		Applied For <input type="checkbox"/> Not Applicable	
City & State 23		City & State 28		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
Zip 24		Country 25		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
City & State 23		City & State 28		7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Zip 24		Country 25		8. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324	
City & State 23		City & State 28		9. 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	
Zip 24		Country 25		10. 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		Signature SIGNATURE		Date DATE	
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		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, unchanged, or on an attachment with an address.	
1. TITLE T		1.1 TITLE See Attached List		1.2 NAME LEO R. CHAUSSE	
2. NAME LEO R. CHAUSSE		2.1 NAME 125 Summer Street		2.2 STREET ADDRESS Boston MA 02110	
3. STREET ADDRESS 125 SUMMER STREET		3.1 STREET ADDRESS Boston MA 02110		3.2 CITY - ST - ZIP 02110	
4. CITY - ST - ZIP 02110		4.1 CITY - ST - ZIP 02110		4.2 CITY - ST - ZIP 02110	
5. TITLE DCP		5.1 TITLE DCP		5.2 NAME MCCULLOCH, EUGENE F., JR	
6. NAME MCCULLOCH, EUGENE F., JR		6.1 NAME 125 SUMMER STREET		6.2 STREET ADDRESS Boston MA 02110	
7. STREET ADDRESS 125 SUMMER STREET		7.1 STREET ADDRESS Boston MA 02110		7.2 CITY - ST - ZIP 02110	
8. CITY - ST - ZIP 02110		8.1 CITY - ST - ZIP 02110		8.2 CITY - ST - ZIP 02110	
9. TITLE VP		9.1 TITLE VP		9.2 NAME SPOKOWSKI, PHILIP A.	
10. NAME SPOKOWSKI, PHILIP A.		10.1 NAME 125 SUMMER STREET		10.2 STREET ADDRESS Boston MA 02110	
11. STREET ADDRESS 125 SUMMER STREET		11.1 STREET ADDRESS Boston MA 02110		11.2 CITY - ST - ZIP 02110	
12. CITY - ST - ZIP 02110		12.1 CITY - ST - ZIP 02110		12.2 CITY - ST - ZIP 02110	
13. TITLE VP		13.1 TITLE VP		13.2 NAME HORTON, C E JR	
14. NAME HORTON, C E JR		14.1 NAME 125 SUMMER STREET		14.2 STREET ADDRESS Boston MA 02110	
15. STREET ADDRESS 125 SUMMER STREET		15.1 STREET ADDRESS Boston MA 02110		15.2 CITY - ST - ZIP 02110	
16. CITY - ST - ZIP 02110		16.1 CITY - ST - ZIP 02110		16.2 CITY - ST - ZIP 02110	
17. TITLE VP		17.1 TITLE VP		17.2 NAME HORTON, C E JR	
18. NAME HORTON, C E JR		18.1 NAME 125 SUMMER STREET		18.2 STREET ADDRESS Boston MA 02110	
19. STREET ADDRESS 125 SUMMER STREET		19.1 STREET ADDRESS Boston MA 02110		19.2 CITY - ST - ZIP 02110	
20. CITY - ST - ZIP 02110		20.1 CITY - ST - ZIP 02110		20.2 CITY - ST - ZIP 02110	
21. TITLE VP		21.1 TITLE VP		21.2 NAME HORTON, C E JR	
22. NAME HORTON, C E JR		22.1 NAME 125 SUMMER STREET		22.2 STREET ADDRESS Boston MA 02110	
23. STREET ADDRESS 125 SUMMER STREET		23.1 STREET ADDRESS Boston MA 02110		23.2 CITY - ST - ZIP 02110	
24. CITY - ST - ZIP 02110		24.1 CITY - ST - ZIP 02110		24.2 CITY - ST - ZIP 02110	
25. TITLE VP		25.1 TITLE VP		25.2 NAME HORTON, C E JR	
26. NAME HORTON, C E JR		26.1 NAME 125 SUMMER STREET		26.2 STREET ADDRESS Boston MA 02110	
27. STREET ADDRESS 125 SUMMER STREET		27.1 STREET ADDRESS Boston MA 02110		27.2 CITY - ST - ZIP 02110	
28. CITY - ST - ZIP 02110		28.1 CITY - ST - ZIP 02110		28.2 CITY - ST - ZIP 02110	
29. TITLE VP		29.1 TITLE VP		29.2 NAME HORTON, C E JR	
30. NAME HORTON, C E JR		30.1 NAME 125 SUMMER STREET		30.2 STREET ADDRESS Boston MA 02110	
31. STREET ADDRESS 125 SUMMER STREET		31.1 STREET ADDRESS Boston MA 02110		31.2 CITY - ST - ZIP 02110	
32. CITY - ST - ZIP 02110		32.1 CITY - ST - ZIP 02110		32.2 CITY - ST - ZIP 02110	
33. TITLE VP		33.1 TITLE VP		33.2 NAME HORTON, C E JR	
34. NAME HORTON, C E JR		34.1 NAME 125 SUMMER STREET		34.2 STREET ADDRESS Boston MA 02110	
35. STREET ADDRESS 125 SUMMER STREET		35.1 STREET ADDRESS Boston MA 02110		35.2 CITY - ST - ZIP 02110	
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37. TITLE VP		37.1 TITLE VP		37.2 NAME HORTON, C E JR	
38. NAME HORTON, C E JR		38.1 NAME 125 SUMMER STREET		38.2 STREET ADDRESS Boston MA 02110	
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42. NAME HORTON, C E JR		42.1 NAME 125 SUMMER STREET		42.2 STREET ADDRESS Boston MA 02110	
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45. TITLE VP		45.1 TITLE VP		45.2 NAME HORTON, C E JR	
46. NAME HORTON, C E JR		46.1 NAME 125 SUMMER STREET		46.2 STREET ADDRESS Boston MA 02110	
47. STREET ADDRESS 125 SUMMER STREET		47.1 STREET ADDRESS Boston MA 02110		47.2 CITY - ST - ZIP 02110	
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100. CITY - ST - ZIP 02110		100.1 CITY - ST - ZIP 02110		100.2 CITY - ST - ZIP 02110	



CR2E034 (9/96)

SIGNATURE:

Charles E. Horton, Jr
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

4/26/97
Date

Daytime Phone # 6665486

Directors of BTM Trust Subsidiaries (other than BTM Financial Services, Inc. and BTM Financial Resources, Inc.)

Shin Nakahara
Leo R. Chausse
Yoji Anzai
James F. Winschel, Jr.

Officers of BTM Trust Subsidiaries (Massachusetts)

For BTM Funding Corporation and all other companies other than BTM Financial Resources, Inc., BTM Financial Services, Inc. and U.S. Vehicle Leasing, Inc.:

Shin Nakahara	Chairman of the Board of Directors
Leo R. Chausse	President and Chief Executive Officer
Yoji Anzai*	Executive Vice President
James F. Winschel, Jr.	Executive Vice President and Treasurer
David A. Meehan*	Executive Vice President
Gary L. Christensen*	Senior Vice President
Akiyoshi Ebinuma	Senior Vice President
Tokuhiro Hashi	Senior Vice President
Philip S. Sternstein	Senior Vice President, General Counsel, Secretary and Clerk
Thomas J. Thornton*	Senior Vice President
James F. Winschel, Jr.*	Senior Vice President
Patricia Donoghue*	Vice President
Paul Goss*	Vice President
Kathleen Hall*	Vice President
Charles E. Horton, Jr.*	Vice President
John McCarthy*	Vice President
Paul Nolan*	Vice President
Joseph W. O'Brien*	Vice President
Eric Plugis*	Vice President
Philip A. Spokowski*	Vice President
John Ursino	Vice President