

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

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Apr 17 1998 8:00am
Secretary of State

| | | |
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| PROFIT CORPORATION ANNUAL REPORT 1998 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
|--|---|---|

DOCUMENT # 840444 (4)
 1. Corporation Name
ISRAEL DISCOUNT BANK LIMITED



| | |
|---|---|
| Principal Place of Business 511 FIFTH AVE TELE-AVIV IS 10017 US | Mailing Address 511 FIFTH AVE NEW YORK NY 10017 |
|---|---|

DO NOT WRITE IN THIS SPACE

| | |
|--|--|
| 2. Principal Place of Business 21 Miami Agency Office Suite, Apt. #, etc. | 2a. Mailing Address 26 c/o Israel Discount Bank of New York Suite, Apt. #, etc. |
| 22 2875 N.E. 191st Street City & State | 27 City & State |
| 23 Aventura, FL Zip Country | 28 Zip Country |
| 24 33180 | 25 |
| 29 | 30 |

| | |
|--|--|
| 3. Date Incorporated or Qualified 04/13/1978 | |
| 4. FEI Number 13-1953609 | Applied For <input type="checkbox"/> 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 |
| 7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No | |

9. Name and Address of Current Registered Agent

Marcos Kerbel
2875 N.E. 191st Street
Aventura, FL 33180

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 607.1504, 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: *Marcos A. Kerbel* **Marcos A. Kerbel, SVP & Manager** **April 8, 1998**
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

| 12. OFFICERS AND DIRECTORS | | |
|----------------------------|-----------------------------|---------------------------------|
| TITLE | EVP | <input type="checkbox"/> DELETE |
| NAME | GREER, LEONARD W | |
| STREET ADDRESS | 511 FIFTH AVE | |
| CITY-ST-ZIP | NEW YORK NY | |
| TITLE | SVPM | <input type="checkbox"/> DELETE |
| NAME | BENBASSAT, MENACHEM | |
| STREET ADDRESS | 2875 NE 191TH STREET | |
| CITY-ST-ZIP | AVENTURA FL | |
| TITLE | SVPM | <input type="checkbox"/> DELETE |
| NAME | KERBEL, MARCOS | |
| STREET ADDRESS | 2875 NE 191TH STREET | |
| CITY-ST-ZIP | AVENTURA FL | |
| TITLE | EVP | <input type="checkbox"/> DELETE |
| NAME | ESKENAZI, EDMOND | |
| STREET ADDRESS | 511 FIFTH AVENUE | |
| CITY-ST-ZIP | NEW YORK NY | |
| TITLE | EVP | <input type="checkbox"/> DELETE |
| NAME | BAR-ZIV, HAIM | |
| STREET ADDRESS | 511 FIFTH AVENUE | |
| CITY-ST-ZIP | NEW YORK NY | |
| TITLE | CEO | <input type="checkbox"/> DELETE |
| NAME | SHEER, ARIE | |
| STREET ADDRESS | 511 FIFTH AVE | |
| CITY-ST-ZIP | NEW YORK NY | |

| 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | | |
|---|--|---|
| 1.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME | | |
| 1.3 STREET ADDRESS | | |
| 1.4 CITY-ST-ZIP | | |
| 2.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME | | |
| 2.3 STREET ADDRESS | | |
| 2.4 CITY-ST-ZIP | | |
| 3.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME | | |
| 3.3 STREET ADDRESS | | |
| 3.4 CITY-ST-ZIP | | |
| 4.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME | | |
| 4.3 STREET ADDRESS | | |
| 4.4 CITY-ST-ZIP | | |
| 5.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME | | |
| 5.3 STREET ADDRESS | | |
| 5.4 CITY-ST-ZIP | | |
| 6.1 TITLE | | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.2 NAME | | |
| 6.3 STREET ADDRESS | | |
| 6.4 CITY-ST-ZIP | | |

14. I 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: *Marcos A. Kerbel*

CR2E034 (10/97)

FLORIDA CORPORATION ANNUAL REPORT, 1996
ISRAEL DISCOUNT BANK LIMITED

Directors, Senior Executive Officers (New York) and Senior Officers in Florida
As of April 1, 1998

| Directors | Street Address | City and State |
|----------------------|-------------------------|-----------------------|
| Arie Mientkavich | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Nissim Baruch | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Shalom Federman | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Mordechai Fraenkel | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Zohar Goshen | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Reuben Gronau | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Ran Hakim | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Yehezkiel Harmelech | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Yehuda M. Levy | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Zafira Malisdorf | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Giora Meyuhas | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Tamara Pinhasovitz | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Yaacov Salman | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Dafna Schwartz | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| Boaz Joseph Tulipman | 27 Yehuda Halevi Street | Tel Aviv, Israel |

Senior Executive Officers (Tel-Aviv/New York) (in addition to those listed on the form, sec 12)

| | | |
|--|-------------------------|------------------|
| Avaraham Asheri - General Manager | 27 Yehuda Halevi Street | Tel Aviv, Israel |
| ✓ Theodore D. Itzkowitz - U.S. Resident Secretary | 511 Fifth Avenue | New York, NY |

Senior Officers (Florida)

| | | |
|--|------------------------|-------------------|
| Marcos Kerbel - Senior Vice President and Resident Manager | 2875 N.E. 191st Street | Aventura, Florida |
| Menachem Benbassat - Senior Vice President and Manager | 2875 N.E. 191st Street | Aventura, Florida |