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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 844341

1. Corporation Name

Fidelity Distributors Corporation

Principal Place of Business

82 Devonshire Street, F7D
Boston, MA 02109

Mailing Address

2. Principal Place of Business

21 82 Devonshire Street

22 Suite, Apt. #, etc

23 City & State

23 Boston, MA

24 Zip

24 02109

Country

25 Suffolk

2a Mailing Address

26 82 Devonshire Street

27 Suite, Apt. #, etc

28 City & State

28 Boston, MA

29 Zip

29 02109

Country

30 Suffolk

9. Name and Address of Current Registered Agent

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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 type for printed name of registered agent and officer/director

(If the Registered Agent is a corporation, include the name of the corporation)

(Date)

12. OFFICERS AND DIRECTORS

TITLE Director
NAME Paul J. Gallagher
STREET ADDRESS 82 Devonshire Street
CITY-STATE-ZIP Boston, MA 02109

TITLE Director
NAME Edward C. Johnson 3d
STREET ADDRESS 82 Devonshire Street
CITY-STATE-ZIP Boston, MA 02109

TITLE Director
NAME Martha B. Willis
STREET ADDRESS 82 Devonshire Street
CITY-STATE-ZIP Boston, MA 02109

TITLE President
NAME Martha B. Willis
STREET ADDRESS 82 Devonshire Street
CITY-STATE-ZIP Boston, MA 02109

TITLE Vice President
NAME Daniel T. Geraci
STREET ADDRESS 82 Devonshire Street
CITY-STATE-ZIP Boston, MA 02109

TITLE Treasurer
NAME Caron Ketchum
STREET ADDRESS 82 Devonshire Street
CITY-STATE-ZIP Boston, MA 02109

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE Clerk
12 NAME Eric Roiter
13 STREET ADDRESS 82 Devonshire Street
14 CITY-STATE-ZIP Boston, MA 02109
15 ASSISTANT CLERK
16 NAME Jay Freedman
17 STREET ADDRESS 82 Devonshire Street
18 CITY-STATE-ZIP Boston, MA 02109

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****150.00 ****150.00

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplementary annual report is true and accurate and that my signature shall have the same legal effect as if it were made by the 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 in an attachment with an address, with all other like or powered

SIGNATURE:

Jay Freedman, Assistant Clerk 2/5/99

617-563-8515

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (1/198)