ANNU	PROFIT PORATION AL REPORT 1996		Sar Se	DEPARTMENT OF STATE Indra B. Mortham Incretary of State I OF CORPORATIONS		of 3	
orporation	MENT # { Name  NANCIAL & LEA	346222	(8)	NC-96 4-16-96			
w Na	me: BTM		1 + Leasing	Corporation			
•			Mailing Address   125 SUMMER ST P.O. BOX 2332 BOSTON MA 0210 US		Date Incorporated or Qualified     06/13/1980	3a. Date of Last Repo 05/01/1995	n
rincipal Pla	ace of Business		2a. Mailing Address		4. FEI Number	Арр	lied For
uite, Apt. #	t, etc.		Suite, Apt. #, etc	>.	04-2578316  5. Certificate of Status Desired	\$8.75 Ar	Applicable dditional
ity & State			City & State		Certificate of Statos Desired     Election Campaign Financing	Fee Req	
			28		Trust Fund Contribution	Added to	Fees
φ	25	try	Zıp <b>29</b>	Country 30		s 🗖 No	9.032,
	9. Name and Add	ress of Current F	egistered Agent	81 Name	10. Name and Address of New I	Registered Agent	
	IPORATION SYSTE PINE ISLAND ROA TION FL 33324			82 Street A 83 84 City	ddress (P.O. Box Number is Not Accepta	FL 85 Zip Ci	ode
PLANTA Pursuant to registere amiliar wit	PINE ISLAND ROATION FL 33324	D stions 607,0502 ar he State of Florida. gations of, Section	Such change was aut 607.0505, Florida Sta	83  84 City tatutes, the above-named conhorized by the corporation's ta	rporation submits this statement for the pu poard of directors. I hereby accept the app surred when renstating)	urpose of changing its registored ago	stered offic ent. I am
PLANTA Pursuant to or registere familiar wit	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the thin, and accept the oblights by the dorprinted name.	D stions 607,0502 ar he State of Florida. gations of, Section	Such change was aut 607.0505, Florida Sta	84 City tatutes, the above-named corhorized by the corporation's butters.	rporation submits this statement for the public poard of directors. I hereby accept the appared when reinstaling appropriately ADDITIONS/CHANGES TO OF	urpose of changing its registorithment as registered agreement of the party of the	stered offic ent. I am
PLANTA Pursuant to or registere familiar wit	PINE ISLAND ROATION FL 33324  of the provisions of Second agent, or both, in this, and accept the oblighing typed or printed nanone PEUGENE F. MC	ctions 607,0502 are State of Florida. gations of, Section of registered agent and OFFICERS AND I	Such change was aut 607.0505, Florida Sta title if applicable.	tatutes, the above-named conhorized by the corporation's buttes.  (NOTE: Pogistered Agont signature related by the control of the corporation of t	poration submits this statement for the puboard of directors. I hereby accept the appared when reinstating!  ADDITIONS/CHANGES TO OF	parte    DATE   Change   Chang	stered officent. I am
PLANTA  Pursuant to registere amiliar with ATURE	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in this, and accept the oblights signature typed or printed nan  P EUGENE F. MC 182 DEDHAM S	ctions 607,0502 are State of Florida. gations of, Section of registered agent and OFFICERS AND I	Such change was aut 607.0505, Florida Sta title if applicable.	tatutes, the above named corhorized by the corporation's buttes.  (NOTE Registered Agent signature relations)  13.  1.1 TITLE  1.2 NAME  1.3 STREET ADDRESS	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	DATE  Change  Change	stered officent. I am  IN 12  Addition
PLANTA  Pursuant to registere amiliar with ATURE	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in this, and accept the oblights are typed or protect and PEUGENE F. MC 182 DEDHAM SDOYER MA EVP	ctions 607,0502 are State of Florida. gations of, Section of registered agent and OFFICERS AND C	Such change was aut 607.0505, Florida Sta title if applicable.	tatutes, the above named corhorized by the corporation's buttes.  (NOTE Registered Agent signature relatives)  13.  1.1 TiTLE  1.2 NAME  1.3 STREET ADDRESS  1.4 CiTy-ST-ZiP  2.1 TiTLE	poration submits this statement for the puboard of directors. I hereby accept the appared when reinstating!  ADDITIONS/CHANGES TO OF	DATE FICERS AND DIRECTORS  Change	IN 12 Addition
PLANTA Pursuant to registere amiliar wit	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in this, and accept the oblights, and accept the oblights of the provisions of Secend agent, or both, in this, and accept the oblights, and accept the oblights of the provisions of Secendary Secundary of Secundary	ctions 607.0502 are State of Florida. gations of, Section of registered agent and OFFICERS AND C	Such change was aut 607.0505, Florida Sta	tatutes, the above named conhorized by the corporation's buttes.  (NOTE: Pogistered Agont signature relations)  13.  1.1 TITLE  1.2 NAME  1.3 STREET ADDRESS  1.4 CITY-ST-ZIP	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	DATE FICERS AND DIRECTORS  Change	stered officent. I am  IN 12  Addition
PLANTA  Pursuant to registere amiliar with ATURE  ADDRESS S1-ZIP	PINE ISLAND ROATION FL 33324  of the provisions of Second agent, or both, in the h, and accept the oblights of the provisions of Second agent, or both, in the h, and accept the oblights of the provisions of Second agent, or both, in the h, and accept the oblights of the provisions of Second agent, or both and accept the provisions of Second agent, or both and accept the provisions of Second agent, or both and accept the provisions of Second agent, or both and accept the provisions of Second agent, or both and accept the provisions of Second agent, or both and accept the provisions of Second agent, or both, in the h, and accept the provisions of Second agent, or both, in the h, and accept the provisions of Second agent, or both, in the h, and accept the oblights of Second agent, or both, in the h, and accept the oblights of Second agent, or both, in the h, and accept the oblights of Second agent, or both, in the h, and accept the oblights of Second agent, or both, in the h, and accept the oblights of Second agent, or both, in the h, and accept the oblights of Second agent, or both, and accept the oblights of Second agent, or both agent, and accept the oblights of Second agent, and accept the second agent, and	ctions 607.0502 are State of Florida. gations of, Section of registered agent and OFFICERS AND C	Such change was aut 607.0505, Florida Sta	tatutes, the above named corborized by the corporation's buttes.  (NOTE: Fogstered Agent signature relatives.  13.  1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 City-St-ZiP 2.1 TITLE 2.2 NAME	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	The propose of changing its registered agreement as registered agreement agreeme	IN 12 Addition Addition
PLANTA  Dursuant to registere amiliar with ATURE  ADDRESS ADDRESS ADDRESS	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the h, and accept the oblights of the provisions of Secend agent, or both, in the h, and accept the oblights of the provisions of Secend agent, or both, in the h, and accept the oblights of the provisions of Secend agent, or both and accept the provisions of Secend agent, or both accept the provisions of Secend agent, or both, in the provisions of Secend agent, or both, in the provisions of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both accept the oblights of Secend agent, or both accept the provisions of Secend agent, or both accept t	ctions 607.0502 are State of Florida. gations of, Section of Ficers and Cofficers and Cofficers and Coultooh T SE RCLE	Such change was aut 607.0505, Florida Sta	tatutes, the above named corporation's butters.  (NOTE: Fogstered Agent signature relatives.  13. 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	The property of the property o	IN 12 Addition Addition
PLANTA  Pursuant to register amiliar with ATURE  ADDRESS 11-2IP  ADDRESS 11-2IP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the h, and accept the oblights of the provisions of Secend agent, or both, in the h, and accept the oblights of the provisions of Secend agent, or both, in the h, and accept the oblights of the provisions of Secend agent, or both and accept the provisions of Secend agent, or both accept the provisions of Secend agent, or both, in the provisions of Secend agent, or both, or both accept the provisions of Secend agent, or both, in the provisions of Secend agent, or both, in the provisions of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both, in the h, and accept the oblights of Secend agent, or both accept the oblights of Secend agent, or both accept the oblights of Secend agent, or both accept the provisions of Secend agent, or both accept the oblights of Secend agent, or both accept the provisions of Secend agent, or bot	ctions 607.0502 are State of Florida. gations of, Section of Ficers and Cofficers and Cofficers and Coultooh T SE RCLE	Such change was aut 607.0505, Florida Sta	### A City  ### B4 City  ### City  ### City  ### City  ### City  ### T3.  ### 13.  #	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	The property of the property o	IN 12 Addition Addition
PLANTA  Pursuant to register amiliar with ATURE  ADDRESS 11-2IP  ADDRESS 11-2IP	PINE ISLAND ROATION FL 33324  o the provisions of Second agent, or both, in the h, and accept the oblights by the dorpmeted name of the provisions of Second agent, or both, in the h, and accept the oblights by the dorpmeted name of the provision of the provisio	ctions 607.0502 are State of Florida. gations of, Section OFFICERS AND DECULLOCH	Such change was aut 607.0505, Florida Sta	### ADDRESS  2 ** City  ### City  ### City  ### City  ### City  ### City  ### Tall  ### 13.  ### 1.1 TITLE  ### 1.3 STREET ADDRESS  ### 1.4 CITY-ST- ZIP  ### 2.1 TITLE  ### 2.2 NAME  ### 2.3 STREET ADDRESS  ### 2.4 CITY-ST- ZIP  ### 3.1 TITLE  ### 3.2 NAME  ### 3.3 STREET ADDRESS  ### 3.4 CITY-ST-ZIP  ### 4.1 TITLE  #### 4.1 TITLE	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	The propose of changing its registered agreement as registered agreement a	IN 12 Addition Addition
PLANTA  Pursuant to registere amiliar with ATURE ADDRESS  ADDRESS  ADDRESS  ADDRESS  ADDRESS  ADDRESS  T-ZIP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the provisions of Secend agent, or both provisions of Secend agent, or both, in the provisions of Secend agent, or both provisions or both provisions of Secend agent, or both provisions of Secend agent, or both provisions or both provisions of Secend agent, or both provisions	ctions 607.0502 are State of Florida. gations of, Section of Florers AND I CULLOCH T SE RCLE EUGENE F., JR STREET	Such change was aut 607.0505, Florida Sta little if applicable.  DIRECTORS  DELETE	### ADDRESS  2 A City  ### ADDRESS  2 A City  #### ADDRESS  2 A City-SI-ZiP  3 1 TILE  2 2 NAME  2 3 STREET ADDRESS  2 4 City-SI-ZiP  3 1 TILE  3 2 NAME  3 3 STREET ADDRESS  4 CITY-SI-ZIP  3 1 TILE  3 2 NAME  3 3 STREET ADDRESS  4 CITY-SI-ZIP  3 1 TILE  3 2 NAME  3 3 STREET ADDRESS  3 4 CITY-SI-ZIP	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	TPDS of changing its registered agreement as registered agreement agreem	IN 12 Addition Addition
PLANTA  Pursuant to registere amiliar with ATURE  ADDRESS 11-2IP  ADDRESS 11-2IP  ADDRESS 11-2IP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the provisions of Secend agent, or both provisions of Secend agent, or both, in the provisions of Secend agent, or both provisions or both provisions of Secend agent, or both provisions or both p	ctions 607.0502 are State of Florida. gations of, Section of Florers AND I CULLOCH T SE RCLE EUGENE F., JR STREET	Such change was aut 607.0505, Florida Sta  title if applicable.  DELETE  DELETE  DELETE	## City  ### City  ####  #############################	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	TPDOSE OF Changing its registored aground interest as registered aground interest and different as registered aground interest and different and different aground interest and different aground interest and different aground interest aground in	IN 12 Addition Addition Addition
PLANTA  Pursuant to registere amiliar with ATURE  ADDRESS 11-2IP  ADDRESS 11-2IP  ADDRESS 11-2IP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the agent with a provinced name of the provinced name of the agent o	etions 607.0502 are State of Florida. gations of, Section OFFICERS AND DECULLOCH.  CULLOCH.  SERCLE  EUGENE F., JR.  STREET  CHILIP A.  E ROAD  LLS MA	Such change was aut 607.0505, Florida Sta little if applicable.  DIRECTORS  DELETE	## City  ### City  ####  #############################	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	TPDOSE OF Changing its registored aground interest as registered aground interest and different aground interest and different aground interest and different aground interest aground i	IN 12 Addition Addition Addition
PLANTA  Dursuant to registere amiliar with ATURE  ADDRESS 1-ZIP  ADDRESS 1-ZIP  ADDRESS 1-ZIP  ADDRESS 1-ZIP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the provisions of Secend agent, or both provisions of Secend agent, or both provisions of Secendary in the Sece	ctions 607.0502 are State of Florida. gations of, Section OFFICERS AND DECULLOCH.  CULLOCH.  SERCLE  EUGENE F., JR.  STREET  CHILIP A.  E ROAD  LLS MA	Such change was aut 607.0505, Florida Sta  title if applicable.  DELETE  DELETE  DELETE	### B4 City  ### Title  ### 13.  ### In Title  ### 1.3 STREET ADDRESS  ### 1.4 City-SI-ZiP  ### 2 STREET ADDRESS  ### 2 STREET ADDRESS  ### 2 STREET ADDRESS  ### 3.3 STREET ADDRESS  ### 3.4 City-SI-ZiP  ### 4.1 Title  ### 4.2 NAME  ### 4.3 STREET ADDRESS  ### 4.4 City-SI-ZiP  ### 5.1 Title  ### 5.2 NAME  ### 5.3 STREET ADDRESS  ### City-SI-ZiP  ### 5.1 Title  ### 5.2 NAME  ### 5.3 STREET ADDRESS  ### 5.3 STREET ADDRESS  ### 5.3 STREET ADDRESS  ### 5.3 STREET ADDRESS  #### 5.3 STREET ADDRESS  #### 5.3 STREET ADDRESS	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the puboard of directors. I hereby accept the appropriate of the puboard when restricting to the ADDITIONS/CHANGES TO OF SEE AHACKED CASES SUMMER STREET BOSTON, MA O21	TPDOSE OF Changing its registered agreement as registered agreement agreement as registered agreement as registered agreement as registered agreement agreem	IN 12 Addition Addition Addition
PLANTA  Dursuant to registers amiliar with ATURE  ADDRESS 1-ZIP  ADDRESS 1-ZIP  ADDRESS 1-ZIP  ADDRESS 1-ZIP  ADDRESS 1-ZIP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the provisions of Secendary Second or provided nand provisions of Second or provisions or provisions or provisions of Second or provisions	ctions 607.0502 are State of Florida. gations of, Section OFFICERS AND DECULLOCH.  CULLOCH.  SERCLE  EUGENE F., JR.  STREET  CHILIP A.  E ROAD  LLS MA	Such change was aut 607.0505, Florida Sta  title if applicable.  DELETE  DELETE  DELETE	tatutes, the above named contorized by the corporation's buttes.  (NOTE: Progistered Agont signature results)  13.  1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 6.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	poration submits this statement for the pupoard of directors. I hereby accept the appropriate of the pupoard of directors. I hereby accept the appropriate of the pupoard when restricting and accept the appropriate of the pupoard when restricting accept the appropriate of the pupoard when restricting accept the appropriate of the pupoard when restricting accept the appropriate of the pupoard when restricting accept the pupoard when restricting accept the pupoard when restricting accept the pupoard accept the pupoard when restricting accept the pupoard when restricting accept the pupoard accept the pup	TPDOSE OF Changing its registered agreement as registered agreement agreement as registered agreement as registered agreement as registered agreement agreem	IN 12 Addition Addition
PLANTA  Pursuant to registers registers amiliar with ATURE  ADDRESS ST-ZIP  ADDRESS ST-ZIP  ADDRESS ST-ZIP  ADDRESS ST-ZIP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the provisions of Secendary Second or provided nand provisions of Second or provided nand Second or provisions of Second or provisions or provisions or provisions of Second or provisions	Etions 607.0502 are State of Florida. gations of, Section OFFICERS AND ECULLOCH  SE ROLE  EUGENE F., JR  STREET  CHILIP A.  E ROAD  LIS MA  C.E.  HEIGHTS  HG MA  AROLAN	Such change was aut 607.0505, Florida Sta  title if applicable.  DELETE  DELETE  DELETE	### ADDRESS  1.1 TITLE  1.2 NAME  1.3 STREET ADDRESS  1.4 CITY-ST-ZIP  2.1 TITLE  2.2 NAME  2.3 STREET ADDRESS  2.4 CITY-ST-ZIP  3.1 TITLE  3.2 NAME  4.3 STREET ADDRESS  4.4 CITY-ST-ZIP  4.1 TITLE  4.2 NAME  4.3 STREET ADDRESS  3.4 CITY-ST-ZIP  5.1 TITLE  4.2 NAME  4.3 STREET ADDRESS  5.4 CITY-ST-ZIP  5.1 TITLE  5.2 NAME  5.3 STREET ADDRESS  5.4 CITY-ST-ZIP  6.1 TITLE  6.2 NAME	poration submits this statement for the puboard of directors. I hereby accept the appropriate of the public of directors of the public of the	TPDOSE OF Changing its registered agreement as registered agreement agreement as registered agreement as registered agreement as registered agreement agreem	IN 12 Addition Addition Addition Addition
PLANTA  Pursuant to registere amiliar with ATURE  I ADDRESS S1-ZIP	PINE ISLAND ROATION FL 33324  o the provisions of Secend agent, or both, in the provisions of Secendary Second or provided name of Second or provided name of Second or provided name of Second or provisions of S	Etions 607.0502 are State of Florida. gations of, Section OFFICERS AND ECULLOCH  SE RCLE  EUGENE F., JR  ETREET  CHILIP A.  E ROAD  LIS MA  C.E.  HEIGHTS  IG MA  AROLAN  I RD.	Such change was aut 607.0505, Florida Sta  title if applicable.  DELETE  DELETE  DELETE	### ADDRESS  3 City  ### ADDRESS  1.1 TITLE  1.2 NAME  1.3 STREET ADDRESS  1.4 CITY-ST-ZIP  2.1 TITLE  2.2 NAME  2.3 STREET ADDRESS  2.4 CITY-ST-ZIP  3.1 TITLE  3.2 NAME  3.3 STREET ADDRESS  3.4 CITY-ST-ZIP  4.1 TITLE  4.2 NAME  4.3 STREET ADDRESS  4.4 CITY-ST-ZIP  5.1 TITLE  5.2 NAME  4.3 STREET ADDRESS  4.4 CITY-ST-ZIP  5.1 TITLE  5.2 NAME  5.3 STREET ADDRESS  5.4 CITY-ST-ZIP  6.1 TITLE	poration submits this statement for the pupoard of directors. I hereby accept the appropriate of the pupoard of directors. I hereby accept the appropriate of the pupoard when restricting and accept the appropriate of the pupoard when restricting accept the appropriate of the pupoard when restricting accept the appropriate of the pupoard when restricting accept the appropriate of the pupoard when restricting accept the pupoard when restricting accept the pupoard when restricting accept the pupoard accept the pupoard when restricting accept the pupoard when restricting accept the pupoard accept the pup	TPDOSE OF Changing its registered agreement as registered agreement agreement as registered agreement as registered agreement as registered agreement agreem	IN 12 Addition Addition Addition Addition

## Directors of BTM Financial & Leasing Conferation 8-3

Sachio Kohjima Eugene F. McCulloch, Jr. Yoji Anzai Leo R. Chausse

## Officers of BTM Financial & Leasing Corporation B-3

For BOT Funding Corporation and all other companies other than BOT Financial Corporation, BOT Financial Resources, Inc., BOT Financial Services, Inc., U.B. Vehicle Leasing, Inc., U.B. Leasing, Inc., U.B.

Sachio Kohjima Eugene F. McCulloch, Jr.

Yoji Anzai Richard E. Carolan Leo R. Chausse

Michael W. Lieber Gary L. Christensen Karen Hurst David A. Meehan Tetsuya Ota Yasuyuki Otsu Akiyoshi Ebinuma

Philip S. Sternstein

Thomas J. Thornton Halsey B. Collins

Chairman of the Board of Directors President and Chief Executive Officer Executive Vice President Executive Vice President Executive Vice President, Chief Financial Officer, Treasurer, Assistant Secretary and Assistant Clerk Executive Vice President Senior Vice President

Senior Vice President, General Counsel, Secretary and Clerk Senior Vice President Vice President, Assistant Secretary and Assistant Clerk

#846222

3053

Patricia Donoghue Paul Goss Mark A. Helman

Charles E.Horton, Jr. Michael E. Lewicki Kathleen R. Maloney John McCarthy Joseph W. O'Brien Joseph Porta Philip A. Spokowski Howard Thompson John Ursino

Vice President Vice President

Vice President, Assistant Secretary and Assistant Clerk

Vice President Vice President

4"