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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 # 846868 (8)

1. Corporation Name

BTM FINANCIAL & LEASING CORPORATION B-4

Principal Place of Business

125 SUMMER ST (021101625)
P.O. BOX 2332
BOSTON MA 02107
US

Mailing Address

125 SUMMER ST (021101625)
P.O. BOX 2332
BOSTON MA 02107-2332
US

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

24

25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

29

30

3. Date Incorporated or Qualified

09/03/1980

3a. Date of Last Report

04/24/1996

4. FEI Number

04-2586399

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

TITLE VP ☐ DELETE
NAME SPOKOWSKI, PHILIP A.
STREET ADDRESS 125 SUMMER ST.
CITY-ST-ZIP BOSTON MA 02110

TITLE SVP ☐ DELETE
NAME CAROLAN, RICHARD E.
STREET ADDRESS 125 SUMMER ST.
CITY-ST-ZIP BOSTON MA 02110

TITLE DCP ☒ DELETE
NAME MCCULLOCH, EUGENE F., JR
STREET ADDRESS 125 SUMMER ST.
CITY-ST-ZIP BOSTON MA 02110

TITLE SVP ☒ DELETE
NAME LIEBER, MICHAEL W.
STREET ADDRESS 125 SUMMER ST.
CITY-ST-ZIP BOSTON MA 02110

TITLE SVP ☐ DELETE
NAME STERNSTEIN, PHILIP S.
STREET ADDRESS 125 SUMMER ST.
CITY-ST-ZIP BOSTON MA 02110

TITLE VP ☐ DELETE
NAME HORTON, CHARLES E.
STREET ADDRESS 125 SUMMER ST.
CITY-ST-ZIP BOSTON MA 02110

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE See Attached List ☐ Change ☐ Addition
1.2 NAME
1.3 STREET ADDRESS 125 Summer Street
1.4 CITY-ST-ZIP Boston, MA 02110 ☐ Change ☐ Addition

2.1 TITLE ☐ Change ☐ Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP ☐ Change ☐ Addition

3.1 TITLE ☐ Change ☐ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP ☐ Change ☐ Addition

4.1 TITLE ☐ Change ☐ Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP ☐ Change ☐ Addition

5.1 TITLE ☐ Change ☐ Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP ☐ Change ☐ Addition

6.1 TITLE ☐ Change ☐ Addition
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP ☐ Change ☐ Addition

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone # 0000461

CHARLES E. HORTON, JR. 4/29/97 (617) 573-9000

CR2E034 (9/96)

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