

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

FILED  
Apr 03 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 # 856298  
1. Corporation Name  
NATIONAL CANADA CORPORATION

(5)

Principal Place of Business  
125 WEST 55TH STREET  
NEW YORK NY 10019

Mailing Address  
125 WEST 55TH STREET  
NEW YORK NY 10019-5369



3. Date Incorporated or Qualified 04/29/1983  
3a. Date of Last Report 03/07/1996

2. Principal Place of Business		2a. Mailing Address		4. FEI Number 75-1785782		Applied For	
21. Suite, Apt. #, etc.		26. Suite, Apt. #, etc.				Not Applicable	
22. City & State		27. City & State		5. Certificate of Status Desired		<input type="checkbox"/> \$8.75 Additional Fee Required	
23. Zip		28. Zip		6. Election Campaign Financing		<input type="checkbox"/> \$5.00 May Be Added to Fees	
24. Country		29. Country		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent  
C T CORPORATION SYSTEM  
1200 SOUTH 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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD MEAGHER, DECLAN	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	125 W 55TH ST	1.2 NAME	
STREET ADDRESS	NEW YORK NY	1.3 STREET ADDRESS	
CITY- ST- ZIP		1.4 CITY- ST- ZIP	
TITLE	DV BARRIAULT, RICHARD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	600 RUE DE LA GAUCHE	2.2 NAME	
STREET ADDRESS	MONTREAL CA	2.3 STREET ADDRESS	
CITY- ST- ZIP		2.4 CITY- ST- ZIP	
TITLE	DC SMOCK, ROGER P.	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	125 W 55TH ST	3.2 NAME	
STREET ADDRESS	NEW YORK, NY.	3.3 STREET ADDRESS	
CITY- ST- ZIP		3.4 CITY- ST- ZIP	
TITLE	VTD LEDYARD, SMITH	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	125 W 55TH STREET	4.2 NAME	Vice President/Treasurer
STREET ADDRESS	NEW YORK NY	4.3 STREET ADDRESS	Ledyard H. Smith
CITY- ST- ZIP		4.4 CITY- ST- ZIP	125 W. 55th Street
TITLE	VS SMITH, J. MICHAEL	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	125 W 55TH ST.	5.2 NAME	Vice President/Secretary
STREET ADDRESS	NEW YORK NY	5.3 STREET ADDRESS	Darryl J. Black
CITY- ST- ZIP		5.4 CITY- ST- ZIP	125 W. 55th Street
TITLE		6.1 TITLE	New York, N.Y. 10019
NAME		6.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS		6.3 STREET ADDRESS	
CITY- ST- ZIP		6.4 CITY- ST- ZIP	

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, on an attachment with an address.

SIGNATURE

Ledyard H. Smith

3/14/97

(212) 632-8802

CR2E034 (9/96)