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PROFIT **CORPORATION** ANNUAL REPORT

PRUCO SECURITIES CORPORATION

1. Corporation Name



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

1999 DOCUMENT # 857987

FILED Apr 22, 1999 8:00 am Secretary of State

04-22-1999 90159 047 ***158.75

Principal Place of Business						1					
NEWARK NJ 07102 NSWARK NJ 07102 US 15 15 2. Principal Pface of Business 2. 2. Mailing Address 3. 4. FEI Number 10/04/1983 2. Principal Pface of Business 2. 2. Mailing Address 3. 4. FEI Number 2. 2. Place 10/04/1983 Sulfa, Apt #, etc. 2. Sulfa, Apt #, etc. 3.	Principal Place				<u> </u>	1881 81811 B1811 B1811 B18	II BIBII OIDII IBBI				
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City & State 27	Suite, Apt.	#, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired				IAI *	,		
Zeg	22										
20	_								•		
25		Country	- 	Countr	,				d to rees		
10. Name and Address of Current Registered Agent			h	OGGINA	•		•		□No		
UNITED STATES CORPORATION COMPANY 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301 44 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 agent. I am familiar with, and accept the obligations of, Section 607.0502, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered agent. I am familiar with, and accept the obligations of, Section 607.0502, Florida Statutes, the above-named corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0502, Florida Statutes, the above-named corporation's board of directors. I hereby accept the appointment as registered agent and the statutes, and the statutes of Florida Statutes. SIGNATURE Signature, upped or prefer or registered agent and the if applicable. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE VP UILSON, GORDON 12.NME WILSON, GORDON 12.NME VP UILSON, GORDON 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 VP UILSON, GORDON 12.NME VP UILSON, GORDON 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 VP UILSON, GORDON 12.NME VP UILSON, GORDON 12.NME VP UILSON, GORDON 12.NME VP UILSON, GORDON 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 VP UILSON, GORDON 13. ADDITIONS/CHANGES	24							gistered Agent			
1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301 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 lis registered agent, or both, in the State of Florida, Such change was authorized by the corporation's board of directors. Thereby accept the appointment as registered agent, and familiar with, and accept the obligations of, Section 607 0503, Florida Statutes. 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS 14. OFFICERS AND DIRECTORS 15. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 16. OFFICERS AND DIRECTORS 17. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 18. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 19. ADDITION				81	Name				ì		
1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301 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 agent. I am familiar with, and accept the obligations of, Section 607.0505. Florida Statutes. SIGNATURE 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE VP DELETE 1171E V			MPANY	82	Street A	Addres	s (P.O. Box Number is Not Acceptat	ole)			
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Pick Pursuant to the provisions of Sections 607 0502 and 607 1508. Floridal 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, 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, 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, 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, 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, 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, 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, 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, or both accept the appointment as registered agent, or any advision and accept the appointment as registered agent, or any advision and accept the appointment as registered agent,	IALL	AHASSEE PL 32301		84	City			85 Zi	p Code		
office or registered agent, or both, in the State of Flonda. Such change was authorized by the corporation's board of directors. Inereby accept the appointment as registered agent and accept the obligations of, Section 607.6505. Florads Statutes. 12.									14		
SIGNATURE Signature, typed or printed name of registered agent and atte if applicables. (NOTE Registered Agent signature required when renatating) 12. OFFICERS AND DIRECTORS TITLE VP DELETE 1.1THE D CADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12.NAME WILSON, GORDON 1.2 NAME WILSON, GORDON 1.3 STREET ADDRESS 751 BROAD ST 1.3 STREET ADDRESS 751 BROAD ST 1.4 CMTY-ST-ZP NEWARK NJ 07102 1.4 CMTY-ST-ZP NEWARK NJ 07102 TITLE D D DELETE 2.1 TITLE D D DELETE 3.1 TITLE D D D D D D D D D D D D D D D D D D D	11. Pursuant i	to the provisions of Sections 607.0502	2 and 607.1508, Florida Statutes, t of Florida, Such change was autho	the aboverized by	re-named of the corpo	corpor oration	ation submits this statement for the p 's board of directors. I hereby accept	urpose of changing the appointment as	registered		
12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	agent. I ar	n familiar with, and accept the obligat	ions of, Section 607.0505, Florida	Statute	ş.		, , ,	• •			
12.	SIGNATURE		# # # # # # # # # # # # # # # # # # #					DATE			
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NEWARK NJ 07102 14. I hereby certify that the information indicated on this annual report or 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 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 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 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 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 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 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 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 supplied with the information indicated on the information indicated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on the in

SIGNATURE:

857981 389872-90159-47

Pruco Securities Corporation Officers

	Name	Title	Address	City	State	Zip	Appointment Date
	James J. Avery, Jr.	Chairman of the Board	751 Broad Street	Newark	NJ	07102	11/3/97
Clifford E. Kirsch		C.L.O./Secretary		Newark	NJ	07102	4/24/95(C.L.O.)
			751 Broad Street				5/1/96(Secretary)
	Charles A. McGee	Comptroller and C.F.O.	751 Broad Street	Newark	NJ	07102	11/11/97
	Richard A. Topp	President	751 Broad Street	Newark	NJ	07102	8/15/96
	Kevin Frawley	V.P./C.C.O.	751 Broad Street	Newark	NJ	07102	8/15/96
	Peg Byrne	V.P./Chief Auditor	751 Broad Street	Newark	NJ	07102	4/7/98
	Robert Kloby	Vice President	751 Broad Street	Newark	NJ	07102	10/15/96
	Gordon Wilson	Vice President	751 Broad Street	Newark	NJ	07102	6/30/94
	Jeffrey M. Goldberg	Vice President	One New York Plaza	New York	NY	10292	12/16/98
	Jerry L. Roberts	Regional V.P.	6757 Arapho St.	Dallas	TX	75248	12/1/96
	C. Edward Chaplin	Treasurer	751 Broad Street	Newark	NJ	07102	1/31/96
	Raymond H. Goslin	Asst. Comptroller	751 Broad Street	Newark	N	07102	4/9/98
	Janice Pavlou	Asst. Comptroller	751 Broad Street	Newark	NJ	07102	10/10/95
	Paul F. Blinn	Asst. Treasurer	751 Broad Street	Newark	NJ	07102	12/5/88
	James J. Straine	Asst. Treasurer	751 Broad Street	Newark	NJ	07102	7/21/93
	Kathleen C. Hoffman	Asst. Treasurer	751 Broad Street	Newark	NJ	07102	1/25/94
	Robert Montellione	Asst. Treasurer	751 Broad Street	Newark	NJ	07102	2/5/95
	Robert Moos	Asst. Treasurer	751 Broad Street	Newark	NJ	07102	4/6/95
	Patricia E. Christian	Asst. Secretary	751 Broad Street	Newark	NJ	07102	2/3/95
	Jurlease Wilson	Asst. Secretary	Raritan Center One	Edison	NJ	08837	7/30/92
	Steven Joubert	Asst. Secretary	751 Broad Street	Newark	NJ	07102	4/14/93
	Mary Jo Reich	Asst. Secretary	751 Broad Street	Newark	NJ	07102	2/28/94
	Walter D. Biles	Asst. Secretary	9710 B Sam Furr Rd.	Huntersville	NC	28078	7/21/95
	Thomas Castano	Asst. Secretary	751 Broad Street	Newark	NJ	07102	5/1/96

857987

Pruco Securities Corporation Directors

Name	Title	Address	City	<u>State</u>	Zip	Appointment Date	
James J. Avery, Jr.	Chairman of the Board/ Director	751 Broad Street	Newark	NJ	07102	11/3/1997(C.O.B.) 5/24/96(Dir.)	
Gordon Wilson	Director	751 Broad Street	Newark	NJ	07102	12/4/98	
James D. Price	Director	199 Water St. 34th fl.	New York	NY	10292	11/3/97	
Richard A. Topp	Director	751 Broad Street	Newark	NJ	07102	8/15/96	