

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

PROFIT CORPORATION ANNUAL REPORT 1999



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

FILED
May 10, 1999 8:00 am
Secretary of State

05-10-1999 90129 005 ***150.00

DOCUMENT # F93000001878

1. Corporation Name
AT&T CAPITAL CORPORATION



Principal Place of Business Mailing Address
44 WHIPPANY ROAD 44 WHIPPANY ROAD
MORRISTOWN NJ 07962 MORRISTOWN NJ 07962

DO NOT WRITE IN THIS SPACE

| | | | | | |
|--------------------------------|------------------|---------------------|------------------|---|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified | |
| 21 | 2 Gatehall Drive | 26 | 2 Gatehall Drive | 04/19/1993 | |
| Suite, Apt. #, etc. | | Suite, Apt. #, etc. | | 4. FEI Number | |
| | | | | 22-3211453 | |
| 22 | | 27 | | 5. Certificate of Status Desired <input type="checkbox"/> | |
| City & State | | City & State | | \$8.75 Additional Fee Required | |
| 23 ParsIPPANY, NJ | | 28 ParsIPPANY, NJ | | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | |
| Zip Country | | Zip Country | | \$5.00 May Be Added to Fees | |
| 24 07054 25 US | | 29 07054 30 US | | 8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |

| | | | | | | | |
|--|--|--|--|---|--|--|--|
| 9. Name and Address of Current Registered Agent | | | | 10. Name and Address of New Registered Agent | | | |
| C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 | | | | 81 Name | | | |
| | | | | 82 Street Address (P.O. Box Number is Not Acceptable) | | | |
| | | | | 83 | | | |
| | | | | 84 City | | | |
| | | | | 85 Zip Code | | | |
| | | | | FL | | | |

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

| 12. OFFICERS AND DIRECTORS | | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | | |
|----------------------------|---------------------------------|---------------------------------|---|--|--|
| TITLE | COB | <input type="checkbox"/> DELETE | 1.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition | |
| NAME | BANKS, DAVID F | | 1.2 NAME | | |
| STREET ADDRESS | 44 WHIPPANY ROAD | | 1.3 STREET ADDRESS | 2 Gatehall Drive | |
| CITY-ST-ZIP | MORRISTOWN NJ 07962 | | 1.4 CITY-ST-ZIP | ParsIPPANY NJ 07054 | |
| TITLE | CEO | <input type="checkbox"/> DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition | |
| NAME | HUDSON, STEVEN K | | 2.2 NAME | | |
| STREET ADDRESS | 181 BAY STREET, SUITE 3500 | | 2.3 STREET ADDRESS | | |
| CITY-ST-ZIP | TORONTO, ONTARIO CANADA M5J-2T3 | | 2.4 CITY-ST-ZIP | | |
| TITLE | GPCF | <input type="checkbox"/> DELETE | 3.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition | |
| NAME | JAUEMIG, DANIEL A | | 3.2 NAME | | |
| STREET ADDRESS | 44 WHIPPANY ROAD | | 3.3 STREET ADDRESS | 2 Gatehall Drive | |
| CITY-ST-ZIP | MORRISTOWN NJ 07962 | | 3.4 CITY-ST-ZIP | ParsIPPANY NJ 07054 | |
| TITLE | GP | <input type="checkbox"/> DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition | |
| NAME | MCKERROLL, DAVID D | | 4.2 NAME | | |
| STREET ADDRESS | 181 BAY STREET, SUITE 3500 | | 4.3 STREET ADDRESS | | |
| CITY-ST-ZIP | TORONTO, ONTARIO CANADA M5J-2T3 | | 4.4 CITY-ST-ZIP | | |
| TITLE | GP | <input type="checkbox"/> DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition | |
| NAME | NULLMEYER, BRADLEY | | 5.2 NAME | | |
| STREET ADDRESS | 181 BAY STREET SUITE 3500 | | 5.3 STREET ADDRESS | | |
| CITY-ST-ZIP | TORONTO, ONTARIO CANADA M5J-2T3 | | 5.4 CITY-ST-ZIP | | |
| TITLE | EVP | <input type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition | |
| NAME | CURRIE, PAUL | | 6.2 NAME | | |
| STREET ADDRESS | 181 BAY STREET SUITE 3500 | | 6.3 STREET ADDRESS | | |
| CITY-ST-ZIP | TORONTO, ONTARIO CANADA M5J-2T3 | | 6.4 CITY-ST-ZIP | | |

14. I 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 in an attachment with an address, with all other like empowered.

SIGNATURE: *David Mckerroll* DATE: 979-606-3508
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

000011

AT&T Capital Corporation
LIST OF OFFICERS
FEIN: 22-3211453

F93000001878
 532237901295

| NAME & TITLE | SOC. SEC. # Canadian SIN # | BUSINESS ADDRESS | RESIDENCE ADDRESS |
|---|-------------------------------|--|---|
| STEVEN K. HUDSON <i>Chief Executive Officer</i> | 456-320-456 | 2 Gatehall Drive Parsippany, NJ 07054 | 10 Highland Avenue Toronto, ON M4W 2A3 |
| David F. Banks <i>Chairman of the Board</i> | 263-66-2947 | 2 Gatehall Drive Parsippany, NJ 07054 | 26 Chestnut Park Road Toronto, ON M4W 1N6 |
| David D. Mckerroll <i>Group President</i> | 465-198-802 | 2 Gatehall Drive Parsippany, NJ 07054 | 57 St. Leonards Crescent North York ON M4N 1K1 |
| BRADLEY D. NULLMEYER <i>Group President</i> | 462-731-076 | 2 Gatehall Drive Parsippany, NJ 07054 | 2 Stevens Road Mendham, NJ 07945 |
| Michael A. DeBernardi <i>Executive Vice President & Chief Credit Officer</i> | 016-42-4320 | 2 Gatehall Drive Parsippany, NJ 07054 | 4 Daisy Court Kinnelon, NJ 07405 |
| Paul Currie <i>Executive Vice President</i> | 458-257-128 | 2 Gatehall Drive Parsippany, NJ 07054 | 11 Baby Point Crescent Toronto ON M6S 2B7 |
| ROBERT J. INGATO <i>Executive Vice President</i> | 156-54-4928 | 2 Gatehall Drive Parsippany, NJ 07054 | 11 Sweetwood Drive Randolph, NJ |
| DANIEL A. JAUERNIG <i>Group President and Chief Financial Officer</i> | 472-938-562 | 2 Gatehall Drive Parsippany, NJ 07054 | 48 Lawrence Crescent Toronto, ON M4N 1N2 |
| SARA R. MCAULEY <i>Executive Vice President - Corporate Resources Officer</i> | 322-54-2482 | 2 Gatehall Drive Parsippany, NJ 07054 | 18 Union Hill Road Denville, NJ 07834 |
| Borden D. Rosiak <i>Executive Vice President</i> | 426-201-935 | 2 Gatehall Drive Parsippany, NJ 07054 | 21 Bernick Road North York ON M2H 1E3 |
| David J. Sharpless <i>Executive Vice President - International</i> | | 2 Gatehall Drive Parsippany, NJ 07054 | |
| GLENN A. VOTEK <i>Executive Vice president and Treasurer</i> | 136-52-5671 | 2 Gatehall Drive Parsippany, NJ 07054 | 7 Mountain Place Lebanon, NJ 08833-4107 |
| JOHN G. JAKOLEV <i>Senior Vice President - Taxation</i> | 434-625-950 | 2 Gatehall Drive Parsippany, NJ 07054 | 292 Glencairn Avenue Toronto, ON M5N 1T9 |
| SCOTT J. MOORE <i>Senior Vice President - Legal, General Counsel and Secretary</i> | 160-56-2515 | 2 Gatehall Drive Parsippany, NJ 07054 | 17 Laurelwood Drive Bernardsville, NJ 07952 |
| Thomas G. Adams <i>Vice President and Controller</i> | 156-46-6071 | 2 Gatehall Drive Parsippany, NJ 07054 | 5 Stonegridge Road Sparta, NJ 07871 |
| JOHN C. CHOBOT <i>Vice President - Legal Operations and Assistant Secretary</i> | 109-38-6806 | 2 Gatehall Drive Parsippany, NJ 07054 | 23 Laurel Hill Drive Randolph, NJ 07869 |
| JOHN P. STEVENSON <i>Assistant Secretary</i> | 426-095-049 | 2 Gatehall Drive Parsippany, NJ 07054 | 57 Spruce Street Toronto, ON M5A 2J2 |
| LOUIS J. DeVICO <i>Director State and Local Taxes</i> | 084-42-2467 | 2 Gatehall Drive Parsippany, NJ 07054 | 56 Bechstein Abdereen, NJ 07747 |
| MARK BROWER <i>Assistant Treasurer</i> | 153-42-2206 | 2 Gatehall Drive Parsippany, NJ 07054 | 216 South Greeley Ave. Chapauqua, NY 10514 |

AT&T Capital Corporation
LIST OF DIRECTORS
FEIN: 22-3211453

F93000001878
53223790129.5

| NAME & TITLE | SOC. SEC. # | BUSINESS ADDRESS | RESIDENCE ADDRESS |
|---------------------|-------------|--|--|
| DAVID F. BANKS | 263-66-2947 | 2 Gatehall Drive Parsippany, NJ 07054 | 26 Chestnut Park Road Toronto, ON M4W 1N6 |
| DANIEL A. JAUERNIG | 472-938-562 | 2 Gatehall Drive Parsippany, NJ 07054 | 48 Lawrence Crescent Toronto, ON M4N 1N2 |
| BRADLEY D. NULLMEYE | 462-731-076 | 2 Gatehall Drive Parsippany, NJ 07054 | 2 Stevens Road Mendham, NJ 07945 |