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Mar 19 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 # F94000005711 (6)

1. Corporation Name  
OFL-A RECEIVABLES CORP.



Principal Place of Business  
2131 PALOMAR AIRPORT RD  
SUITE 300  
CARLSBAD CA 92009-2115  
US

Mailing Address  
12750 HIGH BLUFF DR., #320  
SAN DIEGO CA 92130-2083  
US

3. Date Incorporated or Qualified 11/03/1994	3a. Date of Last Report 04/11/1996
4. FEI Number 33-0567304	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 State, Apt. #, etc.	26 State, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

CT CORPORATION SYSTEM  
1200 S. PINE ISLAND RD.  
PLANTATION FL 33324

81 Name	10. Name and Address of New Registered Agent
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, 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	PDC <input type="checkbox"/> DELETE	1.1 TITLE	BOARD MEMBER <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BURDICK, GARY	1.2 NAME	FABIANO, Rocco J.
STREET ADDRESS	3405 HERMOSA AVE.	1.3 STREET ADDRESS	12750 High Bluff Dr., Suite 320
CITY-ST-ZIP	HERMOSA BEACH CA 90254	1.4 CITY-ST-ZIP	San Diego, CA 92130
TITLE	SDC <input type="checkbox"/> DELETE	2.1 TITLE	Vice President <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STEWART, RELLEN	2.2 NAME	COHEN, Jack R.
STREET ADDRESS	3374 ROCKINGHORSE CIR.	2.3 STREET ADDRESS	12750 High Bluff Dr., Suite 320
CITY-ST-ZIP	ENCINITAS CA 92024	2.4 CITY-ST-ZIP	San Diego, CA 92130
TITLE	VD <input type="checkbox"/> DELETE	3.1 TITLE	Vice President <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WARD, JEFF	3.2 NAME	CRUZ, John
STREET ADDRESS	610 W. ASH ST., #1500	3.3 STREET ADDRESS	12750 High Bluff Dr., Ste. 320
CITY-ST-ZIP	SAN DIEGO CA 92101	3.4 CITY-ST-ZIP	San Diego, CA 92130
TITLE	D <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HILLIGOSS, JEFF	4.2 NAME	
STREET ADDRESS	6000 CLEARWATER DR.	4.3 STREET ADDRESS	
CITY-ST-ZIP	MINNETONKA MN 55343	4.4 CITY-ST-ZIP	
TITLE	D <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NETJES, DAVE	5.2 NAME	
STREET ADDRESS	6000 CLEARWATER DR.	5.3 STREET ADDRESS	
CITY-ST-ZIP	MINNETONKA MN 55343	5.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MARX, OWEN	6.2 NAME	
STREET ADDRESS	350 PARK AVE., 15TH FLOOR	6.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10022	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, or on an attachment with an address.

SIGNATURE: *[Signature]* 3/6/97 (619) 793-6300  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

## **OFL-A RECEIVABLES CORP.**

### **Directors: (Term of Office is Perpetual)**

Gary S. Burdick, Chairman of the Board  
ACC Consumer Finance Corporation  
12750 High Bluff Drive, Suite 320  
San Diego, CA 92130

Rellen M. Stewart, Board Member  
ACC Consumer Finance Corporation  
12750 High Bluff Drive, Suite 320  
San Diego, CA 92130

Rocco J. Fabiano, Board Member  
ACC Consumer Finance Corporation  
12750 High Bluff Drive, Suite 320  
San Diego, CA 92130

Jeff Ward, Board Member  
WARD-THG  
610 West Ash Street, Suite 1500  
San Diego, CA 92130

Owen Marx, Board Member  
Dorsey & Whitney  
250 Park Avenue  
New York, N.Y. 10177

### **Officers: (Term of Office is Perpetual)**

Gary S. Burdick, President  
ACC Consumer Finance Corporation  
12750 High Bluff Drive, Suite 320  
San Diego, CA 92130  
619/793-6300

John Cruz, Vice President  
ACC Consumer Finance Corporation  
12750 High Bluff Drive, Suite 320  
San Diego, CA 92130  
619/793-6300

Jeff Ward, Executive Vice President  
WARD-THG  
610 West Ash Street  
Suite 1500  
San Diego, CA 92130

Jack Cohen, Vice President, Corporate  
Counsel and Secretary  
ACC Consumer Finance Corporation  
12750 High Bluff Drive, Suite 320  
San Diego, CA 92130  
619/793-6300