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Jan 21 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 # F94000006120 (9)

1. Corporation Name
M&T MORTGAGE CORPORATION

Principal Place of Business

ONE M&T PLAZA
% COUNSEL'S OFFICE
BUFFALO NY 14240

Mailing Address

ONE M & T PLAZA
COUNSEL'S OFFICE 12TH FLOOR
BUFFALO NY 14203-2301
US

3. Date Incorporated or Qualified
11/30/1994

3a. Date of Last Report
03/11/1996

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

24 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

29 Country

4. FEI Number

16-1411171

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 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

TITLE NAME STREET ADDRESS CITY - ST - ZIP

CD SADLER, ROBERT E JR.
ONE M&T PLAZA
BUFFALO NY

TITLE NAME STREET ADDRESS CITY - ST - ZIP

DP BEARDI, JAMES J
ONE FOUNTAIN PLAZA
BUFFALO NY 14203

TITLE NAME STREET ADDRESS CITY - ST - ZIP

V HUTCHINGS, GARY S
ONE FOUNTAIN PLAZA
BUFFALO NY

TITLE NAME STREET ADDRESS CITY - ST - ZIP

SV LAMMERT, RICHARD A
ONE M&T PLAZA
BUFFALO NY

TITLE NAME STREET ADDRESS CITY - ST - ZIP

DTV PINTO, MICHAEL P
ONE M&T PLAZA
BUFFALO NY

TITLE NAME STREET ADDRESS 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.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP

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

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

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

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

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

7.1 TITLE 7.2 NAME 7.3 STREET ADDRESS 7.4 CITY - ST - ZIP

8.1 TITLE 8.2 NAME 8.3 STREET ADDRESS 8.4 CITY - ST - ZIP

9.1 TITLE 9.2 NAME 9.3 STREET ADDRESS 9.4 CITY - ST - ZIP

10.1 TITLE 10.2 NAME 10.3 STREET ADDRESS 10.4 CITY - ST - ZIP

11.1 TITLE 11.2 NAME 11.3 STREET ADDRESS 11.4 CITY - ST - ZIP

12.1 TITLE 12.2 NAME 12.3 STREET ADDRESS 12.4 CITY - ST - ZIP

SIGNATURE:

Richard A. Lammert
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/10/97

716 842-5390

Date Daytime Phone #

CR2E034 (9/96)

M&T MORTGAGE CORPORATION

ATTACHMENT 1

Officers

| Name | Title | Business Address |
|------------------------|-------------------------------|---|
| Adams, Dawn V. | Mortgage Officer | 109 W. Water Street Painted Post, NY 14870 |
| Ashruff, Rohini | Vice President | Northway 10 Executive Park Ushers Road Balston Lake, NY 12019 |
| Baer, Cheryl D. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Bandriwsky, Paul T. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Beale, Wayne T. | Vice President | Northway 10 Executive Park Ushers Road Balston Lake, NY 12019 |
| Beardi, James J. | President | One Fountain Plaza Buffalo, NY 14203 |
| Bifaro, Debra J. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Britton, Robert M. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Burns, Maureen E. | Administrative Vice President | 100 E. Campus View Boulevard Suite 175 Columbus, OH 43235 |
| Buscaglia, Nicholas L. | Administrative Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Case, William J. | Vice President | 100 E. Campus View Boulevard Suite 175 Columbus, OH 43235 |
| Chan, Lily Ann Lee | Mortgage Officer | 118 N. Tioga Street Ithaca, NY 14850 |
| Clayton, Donald M. | Mortgage Officer | 5005 Rockside Road Suite 260 Independence, OH 44131 |
| Cole, Roberta J. | Assistant Vice President | 4550 S.W. Kruse Way Suite 175 Lake Oswego, OR 97035 |
| Corlett, Joyce A. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Crawford, Holly M. | Vice President | 4550 S.W. Kruse Way Suite 175 Lake Oswego, OR 97035 |
| Crowther, Carlyse A. | Mortgage Officer | 6985 Union Park Center Suite 465 Midvale, UT 84047 |
| Dahlke, Maureen R. | Assistant Secretary | One M&T Plaza Buffalo, NY 14240 |
| Daniels, Randy | Vice President | 4550 S.W. Kruse Way Suite 175 Lake Oswego, OR 97035 |
| Dennehy, Nancy G. | Assistant Vice President | 400 W. Grove Street Suite 110 Kent, WA 98032 |
| Dolan, Steven C. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Dudley, Anderson, Jr. | Assistant Vice President | 4141 Colonel Glenn Highway Suite 152 Beaver Creek, OH 45431 |

M&T MORTGAGE CORPORATION

Officers

| Name | Title | Business Address |
|--------------------------|--|--|
| Epley, Robert D. | Assistant Vice President | 5285 S.W. Meadows Road Suite 290 Lake Oswego, OR 97035 |
| Esposito, Thomas F. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Evershed, Jeffrey A. | President of the West Division | 5285 S.W. Meadows Road Suite 290 Lake Oswego, OR 97035 |
| Fahnestock, John W., Jr. | Vice President and Assistant Secretary | One M&T Plaza Buffalo, NY 14240 |
| Feltner, Jane E. | Mortgage Officer | 1820 E. Avenue Rochester, NY 14610 |
| Feneziani, Edda L. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Freer, Michael | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Giles, Lanna K. | Assistant Vice President | 10230 N.E. Points Drive, #520 Kirkland, WA 98033 |
| Gopen, Leonard | Vice President | 110 Walt Whitman Road Huntington Station, NY 11746 |
| Halversen, Kent W. | Mortgage Officer | 4550 S.W. Kruse Way Suite 175 Lake Oswego, OR 97035 |
| Hardman, Larry L. | Vice President | 6985 Union Park Center Suite 485 Midvale, UT 84047 |
| Heath, Claudia L. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Hess, Deborah A. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Hilton, Christina | Vice President | 118 N. Tioga Street Ithaca, NY 14850 |
| Hogben, Susan P. | Mortgage Officer | 118 N. Tioga Street Ithaca, NY 14850 |
| Homer, Christine E. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Horan, Kevin P. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Horbach, Mary Lou | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Hornung, Edward E. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Hutchings, Gary S. | Administrative Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Ingerson, Jan A. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Jachimiak, Richard D. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Johnson, Clifford P. | Vice President | One M&T Plaza Buffalo, NY 14240 |
| Johnson, Eileen M. | Vice President | One Fountain Plaza Buffalo, NY 14203 |

M&T MORTGAGE CORPORATION

Officers

| Name | Title | Business Address |
|------------------------|--|---|
| Kerr, William G. | Vice President | 2920 East Camelback Road Suite 250 Phoenix, AZ 85016 |
| King, Jane C. | Vice President | Northway 10 Executive Park Ushers Road Balston Lake, NY 12019 |
| King, Marie | Assistant Secretary | One M&T Plaza Buffalo, NY 14240 |
| Knauff, Joseph L. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Kowick, Thomas P. | Administrative Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Krzykowski, Karen | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Kubik, Michele L. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Laible, Mark S. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Lammert, Richard A. | Senior Vice President, General Counsel and Secretary | One M&T Plaza Buffalo, NY 14240 |
| LaPenta, Jill M. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Lentsch, Gary N. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Lewis, Jacqueline M. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Makarikas, Monica M. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Mays, Mary L. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| McVeigh, Cathleen M. | Mortgage Officer | 700 Corporate Boulevard Newburgh, NY 12550 |
| Mendel, Mark J. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Meredith, Paul Gregory | Vice President | 10230 N.E. Points Drive, #520 Kirkland, WA 98033 |
| Meyer, David C. | Assistant Vice President | 10230 N.E. Points Drive Suite 520 Kirkland, WA 98033 |
| Pichel, Logan M. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Planter, Zina L. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Pressman, Elizabeth B. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Raco, Therese E. | Assistant Vice President | Northway 10 Executive Park Ushers Road Balston Lake, NY 12019 |
| Rand, Jayne K. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Reiffin, John E. | Vice President | 8061 South Willow Drive Suite 215 Englewood, CO 80111 |
| Rogers, Jennifer | Assistant Vice President | 8061 South Willow Drive Suite 215 Englewood, CO 80111 |

M&T MORTGAGE CORPORATION

Officers

| Name | Title | Business Address |
|------------------------|--|--|
| Sadler, Robert E., Jr. | Chairman of the Board | One M&T Plaza Buffalo, NY 14240 |
| Santos, Michelle | Assistant Vice President | 110 Walt Whitman Road Huntington Station, NY 11746 |
| Schleich, Stanely J. | Vice President | 4550 S.W. Kruse Way Suite 175 Lake Oswego, OR 97035 |
| Sciandra, Peter J. | Administrative Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Sederstrom, Teri D. | Assistant Vice President | 10230 N.E. Points Drive Suite 520 Kirkland, WA 98033 |
| Seymour, Peter W. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Spitznogle, Thomas J. | Assistant Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Spychala, Michael R. | Administrative Vice President and Treasurer | One M&T Plaza Buffalo, NY 14240 |
| Stirling, Jay P. | Vice President | 5285 S.W. Meadows Road Suite 290 Lake Oswego, OR 97035 |
| Strasser, Margaret A. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Strunk, William L. | Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Todaro, Michael J. | Administrative Vice President | One Fountain Plaza Buffalo, NY 14203 |
| Turnbull, Terry J. | Vice President | One M&T Plaza Buffalo, NY 14240 |
| Voyer, Maria T. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Walter, Brent | Vice President | 4550 S.E. Kruse Way Suite 175 Lake Oswego, OR 97035 |
| Weppner, Rebecca M. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |
| Westby, Paul M. | Executive Vice President of the West Division | 5285 S.W. Meadows Road Suite 290 Lake Oswego, OR 97035 |
| Zylinski, Brian L. | Mortgage Officer | One Fountain Plaza Buffalo, NY 14203 |

Dated: 12/30/96

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