#### 2005 FOR PROFIT CORPORATION **ANNUAL REPORT**

SIGNATURE:

#### Apr 27, 2005 8:00 am Secretary of State DOCUMENT # F95000003106 04-27-2005 90318 002 \*\*\*150.00 DISCOVER FINANCIAL SERVICES, INC. Mailing Address Principal Place of Business 2500 LAKE COOK ROAD 2500 LAKE COOK ROAD RW1-1 EAST RW1-1 EAST RIVERWOODS, IL 60015 RIVERWOODS, IL 60015 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 04062005 Cha-P CR2E034 (10/03) Applied For City & State City & State 4. FEI Number 36-4020792 Not Applicable Country \$8.75 Additional Zip Country 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name C T CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 Zip Code FL 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed game of registered errect and title if employable (NOTE: Registered Agent sogships required when reinstating) DATE 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 Trust Fund Contribution. Added to Fees ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 OFFICERS AND DIRECTORS 10. **FVP** XX Delete President & COO XX Addition TITLE TITLE NAME NAME Roger Hochschild STREET ADDRESS 2500 LAKE COOK ROAD STREET ADDRESS CITY-ST-ZIP RIVERWOODS, IL 60015 CITY-ST-ZIP XXXX CEO ☐ Delete TITI F **XX** Change Addition TITLE NELMS, DAVID W NAME NAME STREET ADDRESS STREET ADDRESS 2500 LAKE COOK RD CITY-ST-7IP RIVERWOODS, IL 60015 CITY-ST-ZIP Change Addition TITLE ☐ Delete MINETTI, CARLOS NAME NAME 2500 LAKE COOK ROAD STREET ADDRESS STREET ADDRESS CITY-ST-ZIP RIVERWOODS, IL 60015 CITY-ST-ZIP ☐ Addition ☐ Delete TITLE Change TITLE MCNAMARA-CORLEY, KATHRYN NAME NAME STREET ADDRESS 2500 LAKE COOK ROAD STREET ADORESS CITY-ST-ZIP CITY-ST-ZIP RIVERWOODS, IL 60015 ☐ Defete Change ☐ Addition OFFEREINS, DIANE E NAME HAME 2500 LAKE COOK ROAD STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-ZIP RIVERWOODS, IL 600155 Change ☐ Delete Addition BERMAN, DON NAME NAME 2500 LAKE COOK ROAD STREET ADDRESS STREET ADDRESS RIVERWOODS, IL 60015 CITY-ST-ZIP CITY-ST-ZIP 12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

Robert M. Murphy

**FILED** 

224-405-1179

## ATTACHMENT

2500 LAKE COOK ROAD

RIVERWOODS, ILLINOIS 60015

#### DISCOVER FINANCIAL SERVICES, INC.

#### LIST OF OFFICERS AND DIRECTORS

ROGER HOCHSCHILD

PRESIDENT & COO

14000449 #F95060803106

NAME & TITLE	BUSINESS ADDRESS
FLMS	2500 LAKE COOK ROA

DAVID W. NELMS 2500 LAKE COOK ROAD CHAIRMAN & CEO RIVERWOODS, ILLINOIS 60015

D. CHRISTOPHER GREENE 2500 LAKE COOK ROAD SECRETARY RIVERWOODS, ILLINOIS 60015

DIANE E. OFFEREINS
EXECUTIVE VICE PRESIDENT
2500 LAKE COOK ROAD
RIVERWOODS, ILLINOIS 60015

CARLOS M. MINETTI 2500 LAKE COOK ROAD EXECUTIVE VICE PRESIDENT RIVERWOODS, ILLINOIS 60015

KATHRYN MCNAMARA CORLEY
SENIOR VICE PRESDENT, GENERAL COUNSEL
& DIRECTOR

2500 LAKE COOK ROAD
RIVERWOODS, ILLINOIS 60015

DON BERMAN 2500 LAKE COOK ROAD RIVERWOODS, ILLINOIS 60015

JAMES V. PANZARINO 2500 LAKE COOK ROAD

SENIOR VICE PRESIDENT RIVERWOODS, ILLINOIS 60015
GLENN P. SCHNEIDER 2500 LAKE COOK ROAD

SENIOR VICE PRESIDENT RIVERWOODS, IL 60015

EDWARD STOLBOF 2500 LAKE COOK ROAD
SENIOR VICE PRESIDENT RIVERWOODS, IL 60015

PAUL H. BRIGGS 2500 LAKE COOK ROAD SENIOR VICE PRESIDENT RIVERWOODS, ILLINOIS 60015

HARIT TALWAR
SENIOR VICE PRESIDENT
2500 LAKE COOK ROAD
RIVERWOODS, IL 60015

ALEXANDER FRANK 1585 BROADWAY
TREASURER NEW YORK, NY 10036

JAMES DOUGLAS CLEVELAND
VICE PRESIDENT
2500 LAKE COOK ROAD
RIVERWOODS, ILLINOIS 60015

KEITH W. HECKEL 2500 LAKE COOK ROAD SR. VICE PRESIDENT RIVERWOODS, ILLINOIS 60015

MARTIN W. SLUSARZ 820 WEST 10200 SOUTH

SENIOR VICE PRESIDENT & DIRECTOR

WEST VALLEY CITY, UT 84120

JANET L. MARTIN
VICE PRESIDENT

2500 LAKE COOK ROAD
RIVERWOODS, ILLINOIS 60015

JOSEPH P. BONEFAS 2500 LAKE COOK ROAD
VICE PRESIDENT RIVERWOODS, ILLINOIS 60015

VICTOR A LAMANTIA 2500 LAKE COOK ROAD VICE PRESIDENT RIVERWOODS, ILLINOIS 60015

JACK S. MCCOY
VICE PRESIDENT

2500 LAKE COOK ROAD
RIVERWOODS, ILLINOIS 60015

KERRY PIERCY 2500 LAKE COOK ROAD VICE PRESIDENT RIVERWOODS, IL 60015

### ATTACHMENT

**BUSINESS** 

#### DISCOVER FINANCIAL SERVICES, INC.

# #F9500003106

#### LIST OF OFFICERS AND DIRECTORS

NAME & TITLE	BUSINESS ADDRESS
ROBERT J. ANAST	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
MICHAEL S. DAVERIO	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
MELISSA A. FABIO	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
MICHAEL F. RICKERT	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
MARK SCARBOROUGH	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
DANIEL J. STEDMAN	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
ROBERT H. TOURT	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
THOMAS F. WHITE	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
JULIE A. LOEGER	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
KARIN L. GIFFNEY	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
KIRT G. HUBER	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
THOMAS E. KOSSLER	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
LUT CALCOTE VICE PRESIDENT	2500 LAKE COOK ROAD RIVERWOODS, ILLINOIS 60015
MICHAEL L. FARRIS VICE PRESIDENT	2500 LAKE COOK ROAD RIVERWOODS, ILLINOIS 60015
GERARD J. WAGNER VICE PRESIDENT	2500 LAKE COOK ROAD RIVERWOODS, ILLINOIS 60015
JOHN W. WILLIAMSON	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
GERALD M. EGNER ASSISTANT SECRETARY	2500 LAKE COOK ROAD RIVERWOODS, ILLINOIS 60015
ROBERT M. MURPHY ASSISTANT SECRETARY	2500 LAKE COOK ROAD RIVERWOODS, ILLINOIS 60015
FRANK G. SKUBIC	101 CALIFORNIA STREET
ASSISTANT SECRETARY	SAN FRANCISCO, CA 94111
FRANK N. VYDRA	2500 LAKE COOK ROAD
ASSISTANT SECRETARY	RIVERWOODS, ILLINOIS 60015
LARRY A. MALLINGER	2500 LAKE COOK ROAD
ASSISTANT SECRETARY	RIVERWOODS, ILLINOIS 60015

## ATTACHMENT

RIVERWOODS, IL 60015

DISCOVER FINANCIAL SERVICES, INC.

VICE PRESIDENT

#### LIST OF OFFICERS AND DIRECTORS

#F950000310C

NAMÉ & TITLE	BUSINESS ADDRESS
ALAN F. GATES	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
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JOSEPH HURLEY	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
VIOC PREGIDENT	KIVEKWOODS, ILLINOIS 60015
JAMES L. PHELPS	SERVITARE COOK BOAD
	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
LUIDV BUT DECOU	05001 145 0004 5015
MARY PAT RESCH	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
KATHLEEN M. ROBERTS	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
ALICE M. STATEN	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
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COLLEEN ZAMBOLE	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
VIOL I REGIDENT	THE THE COURSE IN THE PROPERTY OF THE PROPERTY
LARRY K. HOLSTEIN	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
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DONNA J. JENKINS	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
LAURA A. LABNO	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
MAE LEVINE	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
ANDREW D. MCELVAIN	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, ILLINOIS 60015
DOUG PREY	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, IL 60015
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STEVEN L. BUTLER	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, IL 60015
VIOL FALSIDENT	RIVERVYOODS, IL 00013
DODEDT D. CILLIS ID	3500 LAVE COOK BOAD
ROBERT P. GILLIS, JR.	2500 LAKE COOK ROAD
VICE PRESIDENT	RIVERWOODS, IL 60015
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MARY FISHER	2500 LAKE COOK ROAD