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FILED
May 28 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998

FLORIDA DEPARTMENT OF STATE
Sandra M. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 1. Corporation Name
F95000005231
MBNA Marketing Systems, Inc.

Principal Place of Business Mailing Address
1100 North King Street MS #2811
Wilmington, DE 19884 Wilmington, DE 19884-2811
USA USA

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

DO NOT WRITE IN THIS SPACE
3. Date Incorporated or Qualified
10/26/96
4. FEI Number
51-0329701
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 owes or has paid the current year Intangible Personal Property Tax due June 30. ☐ Yes ☐ No N/A

9. Name and Address of Current Registered Agent
CT Corporation Systems
120 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 _____ (NOTE: Registered Agent Signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS
TITLE NAME STREET ADDRESS CITY-ST-ZIP
Chairman/CEO/President/Director John R. Cochran 1100 North King Street Wilmington, DE 19884-2811
Director William H. Daiger 1100 North King Street Wilmington, DE 19884-2811
Director/Vice Chairman Terrance R. Flynn 1100 North King Street Wilmington, DE 19884-2811
Director/Assistant Treasurer Victor P. Manning 1100 North King Street Wilmington, DE 19884-2811
Director Thomas P. McGinley 1100 North King Street Wilmington, DE 19884-2811
Director/Vice Chairman David W. Nelms 1100 North King Street Wilmington, DE 19884-2811

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE ☐ Change ☐ Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP
2.1 TITLE ☐ Change ☐ Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP
3.1 TITLE ☐ Change ☐ Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP
4.1 TITLE ☐ Change ☐ Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP
5.1 TITLE ☐ Change ☐ Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP
6.1 TITLE ☐ Change ☐ Addition
6.2 NAME
6.3 STREET ADDRESS
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 on an attachment with an address.

SIGNATURE: Victor P. Manning 302-453-9930
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (10/97)

MBNA Marketing Systems, Inc.
1100 North King Street
Wilmington, Delaware 19884-2811

FEIN: 51-0329701

Additional Directors & Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Michelle D. Shepherd	Director	1100 North King Street; Wilmington, DE 19884-2811
Edward H. Murphy	Senior Executive Vice President	1100 North King Street; Wilmington, DE 19884-2811
John Wooters	Executive Vice President	1100 North King Street; Wilmington, DE 19884-2811
Vernon H. C. Wright	Executive Vice President / Treasurer	1100 North King Street; Wilmington, DE 19884-2811
Joseph DeSantis	Executive Vice President	1100 North King Street; Wilmington, DE 19884-2811
Shane G. Flynn	Executive Vice President	1100 North King Street; Wilmington, DE 19884-2811
Timothy P. Staley	Executive Vice President	1100 North King Street; Wilmington, DE 19884-2811
Todd Weaver	Executive Vice President	1100 North King Street; Wilmington, DE 19884-2811
Thomas D. Wren	Vice President / Assistant Treasurer	1100 North King Street; Wilmington, DE 19884-2811
John W. Schefflen	Secretary	1100 North King Street; Wilmington, DE 19884-2811
David M. Hirt	Assistant Secretary	1100 North King Street; Wilmington, DE 19884-2811
Deborah Jackson	Assistant Secretary	1100 North King Street; Wilmington, DE 19884-2811