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FILED
May 18 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # F95000005690 (1)
1. Corporation Name
HFS MOBILITY REAL PROPERTY SERVICES CORPORATION



Principal Place of Business
27261 LAS RAMBLAS STE 214
ATTN: L. BRACKEN
MISSION VIEJO CA 92691

Mailing Address
27261 LAS RAMBLAS STE 214
ATTN: L. BRACKEN
MISSION VIEJO CA 92691

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 6 Sylvan Way Suite, Apt. #, etc.		2a. Mailing Address 26 6 Sylvan Way Suite, Apt. #, etc.		3. Date Incorporated or Qualified 11/21/1995	
22 City & State 23 Parsippany, NJ		27 City & State 28 Parsippany, NJ		4. FEI Number 33-0680434	
24 07054		25 USA		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
26 07054		27 USA		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
28 07054		29 USA		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent C T 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	
				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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	Director, President
NAME	RONEY, STEPHEN C	1.2 NAME	Michael P. Monacol
STREET ADDRESS	27261 LAS RAMBLAS, STE 214	1.3 STREET ADDRESS	6 Sylvan Way
CITY-ST-ZIP	MISSION VIEJO CA 92691	1.4 CITY-ST-ZIP	Parsippany, NJ 07054
TITLE	VD	2.1 TITLE	Secretary
NAME	TROUTNER, LEONARD P	2.2 NAME	Jeanne M. Murphy
STREET ADDRESS	27261 LAS RAMBLAS, STE 214	2.3 STREET ADDRESS	6 Sylvan Way
CITY-ST-ZIP	MISSION VIEJO CA 92691	2.4 CITY-ST-ZIP	Parsippany, NJ 07054
TITLE	VD	3.1 TITLE	Treasurer
NAME	DEL FIUM, GARY R	3.2 NAME	Terry E. Kridler
STREET ADDRESS	27261 LAS RAMBLAS, STE 214	3.3 STREET ADDRESS	6 Sylvan Way
CITY-ST-ZIP	MISSION VIEJO CA 92691	3.4 CITY-ST-ZIP	Parsippany, NJ 07054
TITLE	VT	4.1 TITLE	Director, Sr.Exec.V.P.
NAME	BREWER, SHELLEY A	4.2 NAME	James E. Buckman
STREET ADDRESS	27261 LAS RAMBLAS, STE 214	4.3 STREET ADDRESS	6 Sylvan Way
CITY-ST-ZIP	MISSION VIEJO CA 92691	4.4 CITY-ST-ZIP	Parsippany, NJ 07054
TITLE	VS	5.1 TITLE	Director
NAME	BLACKBURN, GREGORY V	5.2 NAME	Stephen P. Holmes
STREET ADDRESS	27261 LAS RAMBLAS, STE 214	5.3 STREET ADDRESS	6 Sylvan Way
CITY-ST-ZIP	MISSION VIEJO CA 92691	5.4 CITY-ST-ZIP	Parsippany, NJ 07054
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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.

James E. Buckman

April 27, 1998

(973) 496-9700

CR2E034 (10/97)

Directors, Officers Report

Cendant Mobility Real Property Services Corporation

Wednesday, April 22, 1998

DIRECTORS

James E. Buckman **Director**
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Stephen P. Holmes **Director**
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Michael P. Monaco **Director**
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

OFFICERS

Michael P. Monaco **President**
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Stephen P. Holmes **Senior Executive Vice President**
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

James E. Buckman **Senior Executive Vice President and General Counsel**
Primary Address: 6 Sylvan Way
Parsippany, New Jersey 07054

Jeanne M. Murphy **Secretary**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Scott E. Forbes **Senior Vice President, Finance**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Samuel L. Katz **Senior Vice President, Acquisitions**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Terry E. Kridler **Senior Vice President and Treasurer**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Eric J. Bock **Vice President, Legal and Assistant Secretary**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Linda A. Priest **Vice President, Taxes**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Eric Schmalzbach **Vice President, Finance**

Cendant Mobility Real Property Services Corporation

Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Scott Bojczuk **Assistant Secretary**
Primary Address: 6 Sylvan Way
Parsippany, NJ 07054

Mark E. Johnson **Assistant Treasurer**
Primary Address: 307 International Circle
Hunt Valley, MD 21030

A. Donald Ruston **Assistant Treasurer**
Primary Address: 307 International Circle
Hunt Valley, MD 21030