

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED
May 15 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 # F95000006221 (4)

1. Corporation Name
CONTIFINANCIAL CORPORATION



Principal Place of Business
277 PARK AVENUE
NEW YORK NY 10172

Mailing Address
277 PARK AVENUE
NEW YORK NY 10172-0003

3. Date Incorporated or Qualified 12/21/1995
3a. Date of Last Report 04/14/1996

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

4. FEI Number 13-3852588	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 checked="" 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	FL 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	PCEO	<input type="checkbox"/> DELETE
NAME	MOORE, JAMES E	
STREET ADDRESS	155A EAST 71 STREET, APT. #1	
CITY-ST-ZIP	NEW YORK NY 10021	
TITLE	EV	<input type="checkbox"/> DELETE
NAME	MAJOR, ROBERT A	
STREET ADDRESS	1576 MERRYWEATHER DRIVE	
CITY-ST-ZIP	BETHLEHEM PA 18015	
TITLE	SVP	<input type="checkbox"/> DELETE
NAME	PERELSON, JEROME M	
STREET ADDRESS	277 PARK AVENUE	
CITY-ST-ZIP	NEW YORK NY 10172	
TITLE	SRV	<input type="checkbox"/> DELETE
NAME	BANU, A J	
STREET ADDRESS	6 SURREY LANE	
CITY-ST-ZIP	MAHWAH NJ 07430	
TITLE	SRV	<input type="checkbox"/> DELETE
NAME	GOLDMAN, GLENN S	
STREET ADDRESS	6 SNIFFEN ROAD	
CITY-ST-ZIP	ARMONK NY 10504	
TITLE	SRV	<input type="checkbox"/> DELETE
NAME	MANNES, SCOTT M	
STREET ADDRESS	11 CHARTER COURT	
CITY-ST-ZIP	BASKING RIDGE NJ 07920	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	SVP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	SVP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	SVP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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: _____

Gerald Frenchman
Vice President

CR2E034 (9/96)

CONTIFINANCIAL CORPORATION

OFFICERS & DIRECTORS

Office Held	Name	Address
President	James E. Moore	155A East 71 St., Apt. #1, New York, NY 10021
Exec. Vice. President.	Robert A. Major	1576 Merryweather Drive, Bethlehem, PA 18015
Sen. Vice. President	Peter Abeles	10244 Ojai-Santa Paula Rd., Ojai, CA 93023
Sen. Vice. President	John A. Banu	5 Surrey Lane, Mahwah, NJ 07430
Sen. Vice. President	Glen S. Goldman	6 Sniffen Road, Armonk, NY 10504
Sen. Vice. President	Scott M. Mannes	11 Charter Court, Basking Ridge, NJ 07920
Sen. Vice. President	Robert Babjak	86 Briarwood Drive, Holland, PA 18966
Sen. Vice. President	Daniel Egan	2000 Rosemarie Way, Hatfield, PA 19440
Sen. Vice. President	Jerome M. Perelson	13 Girard Street, Marlboro, NJ 07746
Sen. Vice President/Secretary	Alan L. Langus	64 Cowdin Circle, Chappaqua, NY 10514
Sen. Vice. President	Michael J. Festo	881 Orienta Avenue, Mamaroneck, NY 10543
Sen. Vice. President & CFO	Daniel J. Willett	32 Oxford Road, Old Bethpage, NY 11804
Vice. President	Gerald Frenchman	20 Leatherstocking Lane Scarsdale, NY 10583
Vice. President	Susan E. O'Donovan	153 Robert Lane, Fairfield, CT 06430
Asst. Secretary	Michael R. Mayberry	158 8th Avenue, Apt #4, New York, NY 10011
Director	James E. Moore	155A East 71 St., Apt. #1, New York, NY 10021
Director	James J. Bigham	6 West 77 Street, 6A, New York, NY 10024
Director	Paul J. Fribourg	15 East 88 Street, New York, NY 10128
Director	Donald L. Staheli	327 Frogtown Road, New Canaan, CT 06849
Director	Lawrence G. Weppler	150 East 69th St., New York, NY 10021
Director	John W. Spiegel	25 Park Place NE, Atlanta, GA 30303
Director	John P. Tierney	3688 Quail Hollow, Bloomfield, MI 48302