

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

pg. 1

PROFIT CORPORATION ANNUAL REPORT 1997	 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State, DIVISION OF CORPORATIONS
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FILED

97 JUN 24 AM 10:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **Fale0000001936**
1. Corporation Name
MorCap, Inc.

Principal Place of Business Mailing Address
12000 N. Dale Mabry Highway
Suite 222
Tampa, FL 33618

3. Date Incorporated or Qualified 11/14/94	3a. Date of Last Report
4. FEI Number 58-2142155	Applied For <input type="checkbox"/> 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	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2b. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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9. Name and Address of Current Registered Agent

CT Corporation System
1200 S. 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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	See attached	1.2 NAME	100002224091--4
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST- ZIP		1.4 CITY-ST- ZIP	
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST- ZIP		2.4 CITY-ST- ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST- ZIP		3.4 CITY-ST- ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST- ZIP		4.4 CITY-ST- ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST- ZIP		5.4 CITY-ST- ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST- ZIP		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:

Serraine Zimmerman

SVP

6/17/97

(770) 551-0771

CR2E034 (9/96)

pg. 2

MorCap, Inc.
List of Senior Officers, Directors, and Shareholder
February 1997

Directors and Officers	Social Security No./D.O.B.	Residence Address	Business Address
David W. Cobb Director, Chairman, President & Chief Executive Officer	260-78-6248 12/2/47	5405 Chelsen Wood Drive Duluth, Georgia 30155	7000 Central Parkway Suite 1570 Atlanta, Georgia 30328
Lorraine Z. Zimmerman Director, Senior Vice President, & Treasurer	164-40-7010 3/31/49	2697 Sycamore Wood Lane Lawrenceville, Georgia 30244	7000 Central Parkway Suite 1570 Atlanta, Georgia 30328
Norman D. Perry Executive Vice President	039-26-9715 9/21/44	6602 Thoroughbred Loop Odessa, Florida 33556	7000 Central Parkway Suite 1570 Atlanta, Georgia 30328
Roger Ashcraft Director, Executive Vice President	307-48-1926 2/26/47	9810 Terrace Lake Pointe Roswell, Georgia 30076	7000 Central Parkway Suite 1570 Atlanta, Georgia 30328
Brian P. Brouillard Senior Vice President & Secretary	038-32-4875 3/9/49	4845 Mystere Lane Lilburn, Georgia 30247	7000 Central Parkway Suite 1570 Atlanta, Georgia 30328

100% Shareholder

National Capital Funding, Inc.
 7000 Central Parkway
 Suite 1570
 Atlanta, Georgia 30328