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PROFIT CORPORATION ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # F96000003202 (6)

GRT FINANCIAL, INC.

Principal Place of Business 400 SOUTH EL CAMINO REAL, STE. 1100 SAN MATEO CA 94402-1708

Mailing Address

400 SOUTH EL CAMINO REAL, STE. 1100 SAN MATEO CA 94402-1708

FILED Apr 30 1998 8:00am Secretary of State



DO NOT WRITE IN THIS SPACE

3. Date incorporated or Qualified

06/25/1996 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 94-3246189 21 Not Applicable 26 Suite Apt # etc Suite Ant # etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 27 22 City & State City & State \$5.00 May Be 6. Election Campaign Financing 23 28 Trust Fund Contribution Added to Fees Country Country 8. This corporation owes or has paid the current year Intangible 24 25 29 30 Personal Property Tax due June 30. Yes Yes g. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent C T CORPORATION SYSTEM 81 1200 SOUTH PINE ISLAND ROAD 82 Street Address (P.O. Box Number is Not Acceptable) **PLANTATION FL 33324** 83 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) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 OFFICERS AND DIRECTORS 12. 13. Change Addition DELETE TITLE 1.1 TITLE Chairman and CEO, and BATINOVICH, ROBERT 1.2 NAME NAME **CR2E034** Batinovich, Robert Director 441 ROEHAMPTON RD. 1.3 STREET ADDRESS STREET ADDRESS HILLSBOROUGH CA 94010 CITY - ST - ZIP 1.4 CITY-ST-ZIP DELETE XX Change __ Addition TITLE 21 TITLE President and COO, and BATINOVICH, ANDREW NAME 22 NAME Director Batinovich, Andrew 1201 MARLBOROUGH RD. 2.3 STREET ADDRESS STREET ADDRESS HILLSBOROUGH CA 94010 CITY-ST-ZIP 2.4 CITY-ST-ZIP DELETE 3.1 TITLE XX Change Addition TITLE BOYLE, SANDRA L NAME 3.2 NAME Boyle, Sandra L. 431 HULINGHAM STREET ADDRESS 3.3 STREET ADDRESS SAN MATEO CA 94402 CITY-ST-ZIP 3.4. CITY-ST-ZIP DELETE XX Change Addition TITLE 4.1 TITLE SVP and Treasurer GARNICK, TERRI 4. 2 NAME NAME Garnick, Terri 421 PARROTT DR. STREET ADDRESS 4.3 STREET ADDRESS SAN MATEO CA 94402 CITY-ST-ZIP 4.4 CITY-ST-ZIP DELETE XIX Change Addition TITLE 5 1 TITLE SVP, GC and Secretary AUSTIN, FRANK E MALIF 5.2 NAME Austin, Frank E. 180 E. CREEK DR. STREET ADDRESS 5.3 STREET ADDRESS **MENLO PARK CA 94025** 5.4 CITY-ST-ZIP CITY-ST-ZIP XX Change Addition DELETE 61 TITLE SAUL, STEPHEN 6.2 NAME Saul, Stephen R. 312 MELROSE AVE STREET ADDRESS **6.3 STREET ADDRESS** MILL VALLEY CA 94941 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 trustedse empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 in changed, or an an attach fant with an address!

SIGNATURE:

Frank E. Austin

4/23/98

(650) 343-9300

(10/97)