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Feb 11 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 # F96000003316 (4)

1. Corporation Name

WESTERN STAR FINANCE, INC.



Principal Place of Business

10 ALMADEN BLVD #500
SAN JOSE CA 95113-2237

Mailing Address

10 ALMADEN BLVD #500
SAN JOSE CA 95113-2237

3. Date Incorporated or Qualified

06/28/1996

3a. Date of Last Report

2. Principal Place of Business

21 111 Monument Circle

Suite, Apt. #, etc.

22 Suite 300

City & State

23 Indianapolis, Indiana

Zip

24 46204-5187

Country

25 USA

2a. Mailing Address

26 111 Monument Circle

Suite, Apt. #, etc.

27 Suite 300

City & State

28 Indianapolis, Indiana

Zip

29 46204-5187

Country

30 USA

4. FEI Number

35-1979785

Applied For

Not Applicable

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 has liability for intangible tax under s. 199.032,
Florida Statutes

☐ Yes

☐ 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

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

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	DV	☐ DELETE
NAME	NULLMEYER, BRADLEY D	
STREET ADDRESS	181 BAY ST #3500	
CITY - ST - ZIP	TORONTO, ONTARIO CANADA M5J -2T3	
TITLE	V	☐ DELETE
NAME	SMITH, BRUCE	
STREET ADDRESS	181 BAY ST #3500	
CITY - ST - ZIP	TORONTO, ONTARIO CANADA M5J -2T3	
TITLE	T	☐ DELETE
NAME	JAUERNIG, DANIEL ALBERT	
STREET ADDRESS	181 BAY ST #3500	
CITY - ST - ZIP	TORONTO, ONTARIO CANADA M5J -2T3	
TITLE	S	☐ DELETE
NAME	JOHNSON, JAMES COULTER	
STREET ADDRESS	181 BAY ST #3500	
CITY - ST - ZIP	TORONTO, ONTARIO CANADA M5J -2T3	
TITLE	V	☐ DELETE
NAME	FALLOWFIELD, JEFF	
STREET ADDRESS	181 BAY ST #3500	
CITY - ST - ZIP	TORONTO, ONTARIO CANADA M5J -2T3	
TITLE	S	☐ DELETE
NAME	STEVENSON, JOHN P	
STREET ADDRESS	181 BAY ST #3500	
CITY - ST - ZIP	TORONTO, ONTARIO CANADA M5J -2T3	

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 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 in an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

K. Nicholas Martitsch
Assistant Secretary

01/21/97 (415) 342-

Date

Daytime Phone #

CR2E034 (9/96)

WESTERN STAR FINANCE, INC.
Bank One Tower, 111 Monument Circle, Suite 300,
Indianapolis, IN 46204-5187
TIN: 35-1979785

Owned 100% by
NEWCOURT CREDIT GROUP USA INC.
Bank One Tower, 111 Monument Circle, Suite 300, Indianapolis, IN 46204-5187
TIN 36-3873821

Owned 100% by
NEWCOURT CREDIT GROUP INC.
181 Bay Street, Suite 3500, Toronto, Ontario Canada M5J 2T3
Listed on the Toronto Stock Exchange

OFFICERS OF WESTERN STAR FINANCE, INC.

Name	Title(s)	SSN	Home Address	Business Address
Bradley Duane Nullmeyer DOB: March 1, 1960	Executive Vice President	Canadian National SIN#: 462-731-076	54 Lascelles Boulevard Toronto, Ontario Canada M5P 2E1	181 Bay Street, Suite 3500 Toronto, Ontario, Canada M5J 2T3
Bruce Smith DOB: May 31, 1959	Vice President	Canadian National SIN#: 465-060-390	34 Dalcroft Circle Unionville, Ontario Canada L3R 6K2	181 Bay Street, Suite 3500 Toronto, Ontario Canada M5J 2T3
Christopher D. Murphy DOB: May 4, 1955	General Manager	Canadian National SIN#: 243-467-388	133 Sun Harbour Way, SE Calgary, Alberta Canada T2X 3C2	2076 Enterprise Way Kelowna, B.C. Canada V1Y 1H8
Daniel Albert Jauernig DOB: August 31, 1965	Treasurer	Canadian National SIN#: 472-938-562	48 Lawrence Crescent Toronto, Ontario Canada M4N 1N2	181 Bay Street, Suite 3500 Toronto, Ontario, Canada M5J 2T3
James Coulter Johnson DOB: June 9, 1961	Secretary	Canadian National SIN#: 469-997-308	52 Fleming Crescent Toronto, Ontario Canada M4G 2B2	181 Bay Street, Suite 3500 Toronto, Ontario, Canada M5J 2T3
Jeff Fallowfield DOB: August 9, 1960	Vice President	Canadian National SIN#: 467-507-257	7 Bannon Avenue Etobicoke, Ontario Canada M8X 1T6	181 Bay Street, Suite 3500 Toronto, Ontario Canada M5J 2T3
John P. Stevenson DOB: July 11, 1949	Assistant Secretary	Canadian National SIN#: 426-095-949	57 Spruce Street Toronto, Ontario Canada M5A 2H8	181 Bay Street, Suite 3500 Toronto, Ontario, Canada M5J 2T3
Karl Nicholas Martitsch DOB: April 13, 1959	Assistant Secretary	071-66-4604	1391 Holt Avenue Los Altos, CA 94024	Ten Almaden Boulevard Suite 500 San Jose, CA 95113-2237
Scott Herbst DOB:	Assistant Vice President & Asst. Secretary		10976 East Mallard Way Indianapolis, IN 46278	111 Monument Circle Suite 300 Indianapolis, IN 46204-5187
Robert J. Hicks DOB: January 22, 1961	Vice President and Secretary	187-38-7963	10677 Crown Court Carmel, IN 46032	111 Monument Circle Suite 300 Indianapolis, IN 46204-5187
William M. Imrie DOB: November 11, 1954	Vice President	Canadian National SIN#: 450-143-672	20 Foxmeadow Road Etobicoke, Ontario Canada N0B 2K0	181 Bay Street, Suite 3500 Toronto, Ontario, Canada M5J 2T3