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Feb 12 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000004824 (6)

1. Corporation Name

FIRST FRANKLIN FINANCIAL CORPORATION

Principal Place of Business

2150 N. FIRST ST.
SAN JOSE CA 95131

Mailing Address

2150 N. FIRST ST.
SAN JOSE CA 95131



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/19/1996	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 77-0379195	
22	City & State	27	City & State	5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	7. 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				10. Name and Address of New Registered Agent	
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324				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 block if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	ST	1.1 TITLE	VP
NAME	DUHADWAY, JOHN	1.2 NAME	Skolnik, Steven
STREET ADDRESS	2150 N. FIRST ST.	1.3 STREET ADDRESS	2150 N. First Street
CITY-ST-ZIP	SAN JOSE CA 95131	1.4 CITY-ST-ZIP	SAN JOSE, CA 95131
TITLE	P	2.1 TITLE	President & Director
NAME	DALLAS, WILLIAM	2.2 NAME	
STREET ADDRESS	2150 N. FIRST ST.	2.3 STREET ADDRESS	
CITY-ST-ZIP	SAN JOSE CA 95131	2.4 CITY-ST-ZIP	
TITLE	D	3.1 TITLE	
NAME	HELLE, DANIEL G	3.2 NAME	
STREET ADDRESS	231 S. LASALLE ST.	3.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60607	3.4 CITY-ST-ZIP	
TITLE	VP	4.1 TITLE	Vice-President & Director
NAME	GEREDES, MARC A	4.2 NAME	
STREET ADDRESS	2150 N. FIRST ST.	4.3 STREET ADDRESS	
CITY-ST-ZIP	SAN JOSE CA 95131	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	
NAME	PERRY, CHRISTOPHER J	5.2 NAME	
STREET ADDRESS	231 S LASALLE ST.	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60607	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	
NAME	RUSHMORE, SUSAN C	6.2 NAME	
STREET ADDRESS	231 S LASALLE ST.	6.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60607	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.

SIGNATURE: X

Marc A. Geredes

(408) 955-9600

CP2E034 (10/97)