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Mar 12 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 # F96000005987 (0)

1. Corporation Name

GREEN TREE VENDOR SERVICES CORPORATION



Principal Place of Business

3601 MINNESOTA DR
BLOOMINGTON MN 55435

Mailing Address

3601 MINNESOTA DR
BLOOMINGTON MN 55435-5281

2. Principal Place of Business

2a. Mailing Address

21

Suite, Apt. #, etc.

26

Suite, Apt. #, etc.

22

City & State

27

City & State

23

Zip

Country

28

Zip

Country

24

25

29

30

9. Name and Address of Current 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

FL

85 Zip Code

10. Name and Address of New Registered Agent

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	D	<input checked="" type="checkbox"/> DELETE
NAME	EICHENFIELD, SAMUEL L	
STREET ADDRESS	1850 N CENTRAL AVE, PO BOX 2209	
CITY-ST-ZIP	PHOENIX AZ 85002-2209	
TITLE	CEO	<input checked="" type="checkbox"/> DELETE
NAME	EICHENFIELD, SAMUEL L	
STREET ADDRESS	1850 N CENTRAL AVE, PO BOX 2209	
CITY-ST-ZIP	PHOENIX AZ 85002-2209	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	HALLINAN, WILLIAM J	
STREET ADDRESS	1850 N CENTRAL AVE, PO BOX 2209	
CITY-ST-ZIP	PHOENIX AZ 85002-2209	
TITLE	P	<input checked="" type="checkbox"/> DELETE
NAME	JACKSON, JOHN D	
STREET ADDRESS	1850 N CENTRAL AVE, PO BOX 2209	
CITY-ST-ZIP	PHOENIX AZ 85002-2209	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	RADWAY, ROBERT E	
STREET ADDRESS	1850 N CENTRAL AVE, PO BOX 2209	
CITY-ST-ZIP	PHOENIX AZ 85002-2209	
TITLE	VS	<input checked="" type="checkbox"/> DELETE
NAME	BAUMAN, FREDERICK C	
STREET ADDRESS	1850 N CENTRAL AVE, PO BOX 2209	
CITY-ST-ZIP	PHOENIX AZ 85002-2209	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Sr. Vice Pres. & Asst. Sec.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Jeffrey Vanthournout	
1.3 STREET ADDRESS	1700 Landmark Towers, 345 St. Peter St.	
1.4 CITY-ST-ZIP	Saint Paul, MN 55102	
2.1 TITLE	Vice Pres. and Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Joel H. Gottesman	
2.3 STREET ADDRESS	1100 Landmark Towers, 345 St. Peter St.	
2.4 CITY-ST-ZIP	Saint Paul, MN 55102	
3.1 TITLE	Vice President and Treasurer	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Phyllis A. Knight	
3.3 STREET ADDRESS	500 Landmark Towers, 345 St. Peter St.	
3.4 CITY-ST-ZIP	Saint Paul, MN 55102	
4.1 TITLE	Vice President & Asst. Sec.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	George McMackin	
4.3 STREET ADDRESS	1700 Landmark Towers, 345 St. Peter St.	
4.4 CITY-ST-ZIP	Saint Paul, MN 55102	
5.1 TITLE	Vice Pres. & Asst. Sec.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	John Jackson	
5.3 STREET ADDRESS	3601 Minnesota Drive	
5.4 CITY-ST-ZIP	Bloomington, MN 55435	
6.1 TITLE	Vice Pres. & Asst. Sec.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Nancy Gaffney	
6.3 STREET ADDRESS	95 North Route 17 South	
6.4 CITY-ST-ZIP	Paramus, New Jersey 07652	

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 any attachment with an address.

SIGNATURE:

[Signature]

2/11/97 (111) 555-5555

CR2E034 (9/96)

GREEN TREE VENDOR SERVICES CORPORATION

DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
ROBERT D. POTTS	Chairman	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
EDWARD L. FINN	Director	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
JOEL H. GOTTESMAN	Director	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
(Open)	President	
JEFFREY VANTHOURNOUT	Sr. Vice President and Asst. Secretary	1700 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
JOEL H. GOTTESMAN	Vice President and Secretary	1100 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
PHYLLIS A. KNIGHT	Vice President and Treasurer	500 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
GEORGE MCMACKIN	Vice President and Asst. Secretary	1700 Landmark Towers 345 St. Peter Street Saint Paul, MN 55102
JOHN JACKSON	Vice President and Asst. Secretary	3601 Minnesota Drive Bloomington, MN 55435
NANCY GAFFNEY	Vice President and Asst. Secretary	95 North Route 17 South Paramus, NJ 07652
STU HUTCHESON	Vice President	3601 Minnesota Drive Bloomington, MN 55435
PETE SICILIANO	Vice President	95 North Route 17 South Paramus, NJ 07652
JOHN P. MCGUIRE	Assistant Secretary	3601 Minnesota Drive Bloomington, MN 55435

SOLE SHAREHOLDER

Green Tree Financial Corporation
1100 Landmark Towers
345 St. Peter Street
Saint Paul, Minnesota 55102