

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

**FILED**  
**May 04 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # F97000002693 (6)**  
 1. Corporation Name  
**HPSC CAPITAL FUNDING, INC.**



Principal Place of Business <b>60 STATE STREET BOSTON MA 02109</b>	Mailing Address <b>60 STATE STREET BOSTON MA 02109</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>05/21/1997</b>	
21 Suite, Apt. #, etc.	22 City & State	23 Zip	24 Country	25	26
21 <b>60 STATE ST</b>		22 <b>BOSTON MA</b>		23 <b>02109</b>	
2a. <b>60 STATE ST STE 3520</b>		27 Suite, Apt. #, etc.		28 City & State	
29		30		4. FEI Number <b>04-3366968</b>	
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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	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	<b>FL</b>
83	
84 City	

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	<b>PD</b>	<input type="checkbox"/> DELETE
NAME	<b>EVERETS, JOHN W</b>	
STREET ADDRESS	<b>60 STATE STREET</b>	
CITY-ST-ZIP	<b>BOSTON MA</b>	
TITLE	<b>STD</b>	<input type="checkbox"/> DELETE
NAME	<b>DOHERTY, RAYMOND R</b>	
STREET ADDRESS	<b>60 STATE STREET</b>	
CITY-ST-ZIP	<b>BOSTON MA</b>	
TITLE	<b>D</b>	<input type="checkbox"/> DELETE
NAME	<b>EVERETS, A H</b>	
STREET ADDRESS	<b>60 STATE STREET</b>	
CITY-ST-ZIP	<b>BOSTON MA</b>	
TITLE	<b>AT</b>	<input type="checkbox"/> DELETE
NAME	<b>RICHARD L KENNEY</b>	
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	<b>AT RICHARD L KENNEY</b>
4.3 STREET ADDRESS	<b>60 STATE ST</b>
4.4 CITY-ST-ZIP	<b>BOSTON MA 02109</b>
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	<b>AT DENNIS J McMANUS</b>
5.3 STREET ADDRESS	<b>60 STATE ST</b>
5.4 CITY-ST-ZIP	<b>BOSTON MA 02109</b>
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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 \_\_\_\_\_

CR2E034 (10/97)