


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

FILED
Apr 29, 1999 8:00 am
Secretary of State

04-29-1999 90128 042 ***150.00

0584652

PROFIT CORPORATION ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # F98000000810					
1. Corporation Name TOWN & COUNTRY CREDIT CORPORATION					
Principal Place of Business 2600 MICHIGAN DRIVE, STE 300 IRVINE CA 92612			Mailing Address 2600 MICHIGAN DRIVE, STE 300 IRVINE CA 92612		
2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 2600 Michelson Drive		26 2600 Michelson Drive		02/11/1998	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22 Suite 300		27 Suite 300		33-0749128	
City & State		City & State		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23 Irvine, CA		28 Irvine, CA		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip		Zip		8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
24 92612		29 92612		Country	
Country		Country		30 Orange	
9. Name and Address of Current Registered Agent			10. Name and Address of New Registered Agent		
NATIONAL REGISTERED AGENTS, INC. 526 E. PARK AVENUE TALLAHASSEE FL 32301			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					
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 checked="" type="checkbox"/> Addition					
3.2 NAME					
3.3 STREET ADDRESS					
3.4 CITY-ST-ZIP					
4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition					
4.2 NAME					
4.3 STREET ADDRESS					
4.4 CITY-ST-ZIP					
5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition					
5.2 NAME					
5.3 STREET ADDRESS					
5.4 CITY-ST-ZIP					
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, with all other like empowered.

SIGNATURE:  Daniel C. Upton
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

949.474.9577
Daytime Phone #

CR2E034 (1/98)



**TOWN&COUNTRY
CREDIT**

F98000000810

444779-9028-42

**THIS IS A SUPPLEMENT TO THE 1999 PROFIT CORPORATION ANNUAL
REPORT BEING FILED WITH THE FLORIDA DEPARTMENT OF STATE
REGARDING ADDITIONAL DIRECTORS ADDED TO THE BOARD OF TOWN &
COUNTRY CREDIT CORPORATION DURING 1998**

DIRECTORS:

James R. Brazil	2600 Michelson Dr., Ste. 300, Irvine, CA 92612
John P. Grazer	2600 Michelson Dr., Ste. 300, Irvine, CA 92612
Aseem Mital	2600 Michelson Dr., Ste. 300, Irvine, CA 92612
Mitchell M. Rosenberg	2600 Michelson Dr., Ste. 300, Irvine, CA 92612

An Officer or Director shall hold office until his or her successor has been duly elected and shall qualify or until he or she shall resign or shall have been removed.