

**SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)**

PROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # J01118 (5)
1. Corporation Name
MIDLANTIC FINANCIAL SERVICES CORP.



Principal Place of Business	Mailing Address
1801 BELVEDERE ROAD SUITE 110, EAST TOWER WEST PALM BEACH FL 33406	C/O MIDLANTIC CORPORATION 499 THORNALL STREET EDISON NJ 08837 US

2. Principal Place of Business	2a. Name of Registered Agent
21	26
22	27
23	28
24	29
25	30

2a. **Ms. Bernadette Esposito**
 26. **PNC Bank, Legal Dept.**
 27. **1600 Market St., 28th fl.**
 28. **Phila., Pa.**
 29. **19103**
 30. **Phila.**

3. Date Incorporated or Qualified 02/26/1986	3a. Date of Last Report 04/24/1995
4. FEI Number 22-2699197	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

81 Name	82 Street Address (P.O. Box Number is Not Acceptable)	83	84 City	85 Zip Code
				FL

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 re-registering)

12. OFFICERS AND DIRECTORS		DELETED
TITLE	DEV	<input checked="" type="checkbox"/>
NAME	KELLER, JOHN T	
STREET ADDRESS	499 THORNALL ST	
CITY - ST - ZIP	EDISON NJ	
TITLE	D	<input checked="" type="checkbox"/>
NAME	WAGNER, WILLIAM A	
STREET ADDRESS	499 THORNALL ST.	
CITY - ST - ZIP	EDISON NJ	
TITLE	V	<input checked="" type="checkbox"/>
NAME	MACMANUS, THOMAS P	
STREET ADDRESS	499 THORNALL ST.	
CITY - ST - ZIP	EDISON NJ	
TITLE	AS	<input checked="" type="checkbox"/>
NAME	REAPH, JOSEPH V J	
STREET ADDRESS	499 THORNALL ST	
CITY - ST - ZIP	EDISON NJ	
TITLE		<input type="checkbox"/>
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		<input type="checkbox"/>
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		Change	Addition
11 TITLE	P	<input checked="" type="checkbox"/>	<input type="checkbox"/>
12 NAME	Gary Jay Saulson		
13 STREET ADDRESS	One PNC Plaza		
14 CITY - ST - ZIP	Pittsburgh, Pa. 15222		
21 TITLE	VP	<input checked="" type="checkbox"/>	<input type="checkbox"/>
22 NAME	Frank R. Walters		
23 STREET ADDRESS	One PNC Plaza		
24 CITY - ST - ZIP	Pittsburgh, Pa. 15222		
31 TITLE	VP	<input checked="" type="checkbox"/>	<input type="checkbox"/>
32 NAME	James R. Lanno		
33 STREET ADDRESS	One PNC Plaza		
34 CITY - ST - ZIP	Pittsburgh, Pa. 15222		
41 TITLE	VP	<input checked="" type="checkbox"/>	<input type="checkbox"/>
42 NAME	Charles E. Posci		
43 STREET ADDRESS	499 Thornall St.		
44 CITY - ST - ZIP	Edison, NJ		
51 TITLE	VP	<input checked="" type="checkbox"/>	<input type="checkbox"/>
52 NAME	Deborah A. Baron		
53 STREET ADDRESS	One PNC Plaza		
54 CITY - ST - ZIP	Pittsburgh, Pa. 15222		
61 TITLE	VP	<input checked="" type="checkbox"/>	<input type="checkbox"/>
62 NAME	Dennis W. Hartman		
63 STREET ADDRESS	One PNC Plaza		
64 CITY - ST - ZIP	Pittsburgh, Pa. 15222		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not constitute an offer of securities under the Securities Act of 1933, 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 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed on an attachment with an address.

SIGNATURE _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

6/10/96 (215) 564-7419
AFTER 6/10/96 (215) 585-6439

CR2E034 (3/96)

MIDLANTIC FINANCIAL SERVICES CORP. - OFFICERS CONTINUED

VP

Dale Marrison
One PNC Plaza
Pittsburgh, Pa. 15222

T

Linda Chomos
One PNC Plaza
Pittsburgh, Pa. 15222

S

Bernadette M. Esposito
PNC Bank
1600 Market St., 28th floor
Phila., Pa. 19103

AS

Michael Balent
PNC Bank
1600 Market St., 28th floor
Phila., Pa. 19103

AS

Judy A. Bruno
One PNC Plaza
Pittsburgh, Pa. 15222

AS

Mary E. Burgwinkle
499 Thornall St.
Edison, NJ 08837

AS

Victor M. DiBattista
One PNC Plaza
Pittsburgh, Pa. 15222