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Feb 05 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 # J01118 (5)
1. Corporation Name
MIDLANTIC FINANCIAL SERVICES CORP.



Principal Place of Business: 1601 BELVEDERE ROAD, SUITE 110, EAST TOWER, WEST PALM BEACH FL 33406

Mailing Address: C/O BERNADETTE ESPOSITO, 1600 MARKET STREET 28TH FLOOR, PHILADELPHIA PA 19103-7201, US

3. Date Incorporated or Qualified: 02/26/1986
3a. Date of Last Report: 08/07/1996

2. Principal Place of Business (21-24)
2a. Mailing Address (26-30)

4. FEI Number: 22-2699197
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes 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

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) DATE: _____

12. OFFICERS AND DIRECTORS	
TITLE: P	<input type="checkbox"/> DELETE
NAME: SAULSON, GARY JAY	
STREET ADDRESS: ONE PNC PLAZA	
CITY-ST-ZIP: PITTSBURGH PA	
TITLE: V	<input type="checkbox"/> DELETE
NAME: WALTERS, FRANK	
STREET ADDRESS: ONE PNC PLAZA	
CITY-ST-ZIP: PITTSBURGH PA	
TITLE: V	<input type="checkbox"/> DELETE
NAME: LANNO, JAMES R.	
STREET ADDRESS: ONE PNC PLAZA	
CITY-ST-ZIP: PITTSBURGH PA	
TITLE: AS	<input checked="" type="checkbox"/> DELETE
NAME: REAPH, JOSEPH V J	
STREET ADDRESS: 499 THORNALL ST	
CITY-ST-ZIP: EDISON NJ	
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: P	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME: GARY JAY SAULSON	
1.3 STREET ADDRESS: ONE PNC PLAZA	
1.4 CITY-ST-ZIP: PITTSBURGH, PA. 15222	
2.1 TITLE: VP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME: FRANK R. WALTERS	
2.3 STREET ADDRESS: ONE PNC PLAZA	
2.4 CITY-ST-ZIP: PITTSBURGH, PA. 15222	
3.1 TITLE: VP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME: JAMES R. LANNO	
3.3 STREET ADDRESS: ONE PNC PLAZA	
3.4 CITY-ST-ZIP: PITTSBURGH, PA. 15222	
4.1 TITLE: VP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME: CHARLES E. POSCI	
4.3 STREET ADDRESS: TWO TOWER CTR.	
4.4 CITY-ST-ZIP: EAST BRUNSWICK NJ. 08816	
5.1 TITLE: VP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME: DEBDEAN A. BARON	
5.3 STREET ADDRESS: ONE PNC PLAZA	
5.4 CITY-ST-ZIP: PITTSBURGH, PA. 15222	
6.1 TITLE: VP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME: DENNIS W. HARTMAN	
6.3 STREET ADDRESS: ONE PNC PLAZA	
6.4 CITY-ST-ZIP: PITTSBURGH, PA. 15222	

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 an attachment with an address.

SIGNATURE: *Bernadette M. Esposito* 1/28/97 (615) 585-6429
BERNADETTE M. ESPOSITO SECRETARY

CR2E034 (9/96)

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. *Two Tower Center*
Edison, NJ 08837 *EAST BRUNSWICK, NJ 08816*

AS

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