

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

FILED
May 08 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P01570 1. Corporation Name RESOURCE DEALER GROUP, INC.	(1)
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Principal Place of Business 123 NORTH WACKER DRIVE 26TH FLOOR CHICAGO IL 60606 US	Mailing Address 123 NORTH WACKER DRIVE 26TH FLOOR CHICAGO IL 60606-1700 US
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2. Principal Place of Business 21 2550 W. Golf Road Suite, Apt. #, etc. 22 Suite 600 City & State 23 Rolling Meadows, IL Zip 24 60008 Country 25 USA	2a. Mailing Address 26 1345 River Bend Drive Suite, Apt. #, etc. 27 City & State 28 Dallas, TX Zip 29 75247 Country 30 USA
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3. Date Incorporated or Qualified 04/10/1984	3a. Date of Last Report 05/01/1996
4. FEI Number 36-2734655	Applied For Not Applicable
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 CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324	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
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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	CD ☒ DELETE
NAME	RYAN, PATRICK G.
STREET ADDRESS	123 N. WACKER DRIVE
CITY-ST-ZIP	CHICAGO IL
TITLE	T ☒ DELETE
NAME	RABIN, PAUL I
STREET ADDRESS	123 N. WACKER DRIVE
CITY-ST-ZIP	CHICAGO IL
TITLE	VD ☒ DELETE
NAME	MEDVIN, HARVEY N.
STREET ADDRESS	123 N. WACKER DRIVE
CITY-ST-ZIP	CHICAGO IL
TITLE	AVP ☒ DELETE
NAME	GROB, ROBERT
STREET ADDRESS	123 N. WACKER DRIVE
CITY-ST-ZIP	CHICAGO IL
TITLE	S ☒ DELETE
NAME	LORENZ, HUGO A.
STREET ADDRESS	123 N. WACKER DRIVE
CITY-ST-ZIP	CHICAGO IL
TITLE	PC ☒ DELETE
NAME	SINGER, KARL L
STREET ADDRESS	123 N. WACKER DRIVE
CITY-ST-ZIP	CHICAGO IL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	Director ☒ Change ☐ Addition
1.2 NAME	Patrick K. Donahue
1.3 STREET ADDRESS	2550 W. Golf Road, Suite 600
1.4 CITY-ST-ZIP	Rolling Meadows, IL 60008
2.1 TITLE	Director ☒ Change ☐ Addition
2.2 NAME	L. Keller Smith
2.3 STREET ADDRESS	1345 River Bend Drive
2.4 CITY-ST-ZIP	Dallas, TX 75247
3.1 TITLE	Director ☒ Change ☐ Addition
3.2 NAME	John H Serafin
3.3 STREET ADDRESS	2550 W. Golf Road, Suite 600
3.4 CITY-ST-ZIP	Rolling Meadows, IL 60008
4.1 TITLE	President and CEO ☒ Change ☐ Addition
4.2 NAME	Patrick K. Donahue
4.3 STREET ADDRESS	2550 W. Golf Road, Suite 600
4.4 CITY-ST-ZIP	Rolling Meadows, IL 60008
5.1 TITLE	Secretary ☒ Change ☐ Addition
5.2 NAME	John H. Serfain
5.3 STREET ADDRESS	2550 W. Golf Road, Suite 600
5.4 CITY-ST-ZIP	Rolling Meadows, IL 60008
6.1 TITLE	Treasurer ☒ Change ☐ Addition
6.2 NAME	William J. Bigley
6.3 STREET ADDRESS	1345 River Bend Drive
6.4 CITY-ST-ZIP	Dallas, TX 75247

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, unchanged, or on an attachment with an address.

SIGNATURE: _____ L. Keller Smith 4/30/97 (214) 634-7014

CR2E034 (9/96)