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Mar 09 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P02190** (7)  
1. Corporation Name  
**ASSOCIATES NATIONAL MORTGAGE CORPORATION**

Principal Place of Business <b>% ASSOCIATES CORPORATION OF NORTH AMERICA 250 CARPENTER FWY. IRVING TX 75062 US</b>	Mailing Address <b>P O BOX 660237 CORP TAX DEPT DALLAS TX 75266-0237 US</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>05/29/1984</b>	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number <b>06-1052175</b>	Applied For <input type="checkbox"/> Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
24	Country	29	Country	6. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301</b>		10. Name and Address of New Registered Agent	
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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>PD</b>	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>WATSON, DONALD R</b>	1.2 NAME	
STREET ADDRESS	<b>250 CARPENTER FREEWAY</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>IRVING TX</b>	1.4 CITY-ST-ZIP	
TITLE	<b>VT</b>	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HUGHES, JOHN F.</b>	2.2 NAME	
STREET ADDRESS	<b>250 CARPENTER FREEWAY</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>IRVING TX</b>	2.4 CITY-ST-ZIP	
TITLE	<b>S</b>	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HAYES, TIMOTHY</b>	3.2 NAME	
STREET ADDRESS	<b>250 CARPENTER FREEWAY</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>IRVING TX</b>	3.4 CITY-ST-ZIP	
TITLE	<b>AVS</b>	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>GREENE, P.J.</b>	4.2 NAME	
STREET ADDRESS	<b>250 CARPENTER FREEWAY</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>IRVING TX</b>	4.4 CITY-ST-ZIP	
TITLE	<b>D</b>	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>MANDICK, DENNIS J</b>	5.2 NAME	
STREET ADDRESS	<b>250 CARPENTER FREEWAY</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>IRVING TX</b>	5.4 CITY-ST-ZIP	
TITLE	<b>D</b>	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>MARSHALL, HAROLD D</b>	6.2 NAME	
STREET ADDRESS	<b>250 CARPENTER FREEWAY</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>IRVING TX</b>	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not contain any false or misleading information. I further certify that the information indicated on this annual report or supplemental annual report is true and correct, and that the 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 of the corporation, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:  **PATRICK J. GREENE**  
ASS'T VICE PRESIDENT & ASS'T SECRETARY  
2/28/98

CR2E034 (10/97)