

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

FILED
Aug 06 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 # **P04229**

(1)

1. Corporation Name
SECURITY FUNDING CORPORATION

Principal Place of Business
**6277 SEA HARBOR DR 5TH FLR
ORLANDO FL 32687
US**

Mailing Address
**6277 SEA HARBOR DR 5TH FLR
ORLANDO FL 32687
US**

DO NOT WRITE IN THIS SPACE

| | | | | | |
|--------------------------------|--|-------------------------|--|--|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified 12/04/1984 | 3a. Date of Last Report 03/12/1996 |
| 21. Suite, Apt. #, etc. | | 26. Suite, Apt. #, etc. | | 4. FEI Number 36-2425375 | Applied For <input type="checkbox"/> Not Applicable |
| 22. City & State | | 27. City & State | | 5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required | |
| 23. Zip | | 28. Zip | | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | \$5.00 May Be Added to Fees |
| 24. Country | | 29. Country | | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |

| | | | |
|---|--|--|--|
| 9. Name and Address of Current Registered Agent | | 10. Name and Address of New Registered Agent | |
| CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324 | | 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 | |
| TITLE | P | 1.1 TITLE | P |
| NAME | LARSON, RICHARD K. | 1.2 NAME | Kellgren, Thomas E. |
| STREET ADDRESS | 6277 SEA HARBOR DR. | 1.3 STREET ADDRESS | 6277 Sea Harbor Dr. |
| CITY-ST-ZIP | ORLANDO FL | 1.4 CITY-ST-ZIP | ORLANDO FL 32687 |
| TITLE | CEO | 2.1 TITLE | CEO |
| NAME | WELCH, PATRICK E | 2.2 NAME | Joyce, Stephen |
| STREET ADDRESS | 601 UNION STREET | 2.3 STREET ADDRESS | 777 Long Ridge Rd. |
| CITY-ST-ZIP | SEATTLE WA | 2.4 CITY-ST-ZIP | Stamford, CT 06927 |
| TITLE | VP | 3.1 TITLE | |
| NAME | EDMONDS, PATRICK L | 3.2 NAME | |
| STREET ADDRESS | 3277 SEA HARBOR DR. | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | ORLANDO FL | 3.4 CITY-ST-ZIP | |
| TITLE | VS | 4.1 TITLE | |
| NAME | WORTHMAN, BETH | 4.2 NAME | |
| STREET ADDRESS | 6277 SEA HARBOR DR. | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | ORLANDO FL | 4.4 CITY-ST-ZIP | |
| TITLE | SVP | 5.1 TITLE | |
| NAME | STIFF, GEOFFREY S | 5.2 NAME | |
| STREET ADDRESS | 601 UNION STREET | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | SEATTLE WA | 5.4 CITY-ST-ZIP | |
| TITLE | VT | 6.1 TITLE | |
| NAME | HUGUNIN, JEFFREY I. | 6.2 NAME | |
| STREET ADDRESS | 601 UNION ST | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | SEATTLE WA 98101 | 6.4 CITY-ST-ZIP | |

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

SIGNATURE REQUIRED

81.107

CR2E034 (4/97)

Security Funding Corporation
EIN 36-2425375

| NAME | TITLE | RESIDENT ADDRESS | BUSINESS ADDRESS | SOCIAL SECURITY # |
|--------------------|-------------------------------------|---|--|-------------------|
| Stephen P. Joyce | Director, Chairman & CEO | 249 Central Avenue Rye, NY 10580 | 777 Long Ridge Rd Building B Stamford, CT 06927 | 133-44-1914 |
| Geoffrey S. Stiff | Director | 25716 SE 32 nd Place Ussaquah, WA 98027 | Two Union Square, 601 Union Street Seattle, WA 98111 | 017-44-5254 |
| Victor C. Moses | Director | 5210 NE 43 rd Seattle, WA 98105 | Two Union Square, 601 Union Street Seattle, WA 98111 | 541-54-6698 |
| Thomas E. Kellgren | President | 343 Lake Road Lake Mary, FL | 6277 Sea Harbor Dr Orlando, FL 32887 | 473-66-3218 |
| Beth Wortman | Senior VP General Counsel & Secy | 9650 Wild Oak Drive Windermere, FL 34786 | 6277 Sea Harbor Dr Orlando, FL 32887 | 480-56-4749 |
| Patrick L. Edmonds | Vice President & Asst Controller | 5137 Sun Palm Drive Windermere, FL 34786 | 6277 Sea Harbor Dr Orlando, FL 32887 | 274-40-0357 |
| Jeffrey L. Hugunin | Vice President & Treasurer | 4424 Harbour Lights Ct Orlando, FL 32817 | 6277 Sea Harbor Dr Orlando, FL 32887 | 475-80-4908 |
| Wren L. Fetterhoff | Vice President | 5610 Lavon Way Orlando, FL 32808 | 6277 Sea Harbor Dr Orlando, FL 32887 | 264-67-9616 |