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PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P06676 (1)

1. Corporation Name

GE CAPITAL MORTGAGE SERVICES, INC.



Principal Place of Business

Mailing Address

3 EXECUTIVE CAMPUS
P.O. BOX 5260
CHERRY HILL, NJ 08034
US

3 EXECUTIVE CAMPUS
P.O. BOX 5260
CHERRY HILL, NJ 08034
US

3. Date Incorporated or Qualified
07/08/1985

3a. Date of Last Report
06/30/1995

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

Country

28 Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH 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: Type or printed name of registered agent and the if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	VC	<input type="checkbox"/> DELETE
NAME	BIER, BARRY J.	
STREET ADDRESS	3 EXECUTIVE CAMPUS	
CITY-ST-ZIP	CHERRY HILL NJ	
TITLE	SVS	<input type="checkbox"/> DELETE
NAME	HUNT, JANET B.	
STREET ADDRESS	3 EXECUTIVE CAMPUS	
CITY-ST-ZIP	CHERRY HILL NJ	
TITLE	DP	<input type="checkbox"/> DELETE
NAME	ZAFIROVSKI, MIKE S	
STREET ADDRESS	6601 SIX FORKS ROAD	
CITY-ST-ZIP	RALEIGH NC	
TITLE	DSVP	<input type="checkbox"/> DELETE
NAME	RABITZ, JOANN B	
STREET ADDRESS	6601 SIX FORKS ROAD	
CITY-ST-ZIP	RALEIGH NC	
TITLE	VPT	<input type="checkbox"/> DELETE
NAME	GANNON, JOHN V	
STREET ADDRESS	3 EXECUTIVE CAMPUS	
CITY-ST-ZIP	CHERRY HILL NJ	
TITLE	DEVP	<input type="checkbox"/> DELETE
NAME	BORUTA, RICHARD L	
STREET ADDRESS	3 EXECUTIVE CAMPUS	
CITY-ST-ZIP	CHERRY HILLS NJ	

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: Pamela L. Monahan Pamela L. Monahan, VP

1/23/96

609-661-6329

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (12/95)

**GE CAPITAL MORTGAGE SERVICES, INC.
DIRECTORS & SENIOR OFFICERS LIST**

NAME	BUSINESS ADDRESS	TITLE	TELEPHONE NUMBER
Gregory T. Barmore	6601 Six Forks Road Raleigh, NC 27615	Director, Chairman of the Board and Chief Executive Officer	(919) 846-4303
Mike S. Zafirovski	6601 Six Forks Road Raleigh, NC 27615	Director, President and Chief Operating Officer	(919) 846-4388
Richard L. Boruta	3 Executive Campus Cherry Hill, NJ 08034	Director, Executive Vice President	(609) 661-6669
Carolyn S. Littles	6601 Six Forks Road Raleigh, NC 27615	Director, Senior Vice President	(919) 846-4240
Gerhard A. Miller	6601 Six Forks Road Raleigh, NC 27615	Director, Senior Vice President and Assistant Secretary	(919) 846-4183
Jo Ann B. Rabitz	6601 Six Forks Road Raleigh, NC 27615	Director, Senior Vice President	(919) 846-4222
Stewart B. Koenigsberg	3 Executive Campus Cherry Hill, NJ 08034	Director, Senior Vice President	(609) 661-7505
Alan L. Hainey	3 Executive Campus Cherry Hill, NJ 08034	Executive Vice President	(609) 661-6100
Hugh B. Haston	6601 Six Forks Road Raleigh, NC 27615	Senior Vice President	(919) 846-3136
Richard F. Hilbert	6601 Six Forks Road Raleigh, NC 27615	Senior Vice President	(919) 846-1371
Ellen Schloemer	6601 Six Forks Road Raleigh, NC 27615	Senior Vice President	(919) 846-2464
Graham Williams	6601 Six Forks Road Raleigh, NC 27615	Senior Vice President	(919) 846-4120
Barry J. Bier	3 Executive Campus Cherry Hill, NJ 08034	Vice President and Controller	(609) 661-6306
John V. Gannon	3 Executive Campus	Vice President and Treasurer	(609) 661-6380
Janet B. Hunt	3 Executive Campus Cherry Hill, NJ 08034	Vice President and Secretary	(609) 661-6515
Jacqui M. Peace	3 Executive Campus Cherry Hill, NJ 08034	Vice President	(609) 661-6345
Ann Tierney	3 Executive Campus Cherry Hill, NJ 08034	Vice President	(609) 661-6347
Mary Beth Tripp	3 Executive Campus Cherry Hill, NJ 08034	Vice President	(609) 661-6150
Pamela L. Monahan	3 Executive Campus Cherry Hill, NJ 08034	Vice President	(609) 661-6329