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Apr 29 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 # P06963 (3) 1. Corporation Name MIDNATION FUNDING CORPORATION			
Principal Place of Business 3232 WEST RENO OKLAHOMA CITY OK 73107 US		Mailing Address LEGAL DEPARTMENT P.O. BOX 26750 OKLAHOMA CITY OK 73126-0750 US	
2. Principal Place of Business 21 305 N. MacArthur Suite, Apt. #, etc. 22 Suite 307 City & State 23 Oklahoma City, OK Zip 24 73127 Country 25 US		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country 30	
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 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	PD RECORDS, G. J., JR. 501 W INTERSTATE 44 RD., 6TH FL OKLAHOMA CITY OK	1.1 TITLE	
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY - ST - ZIP		1.4 CITY - ST - ZIP	
TITLE	V FISH, MARK A 501 W INTERSTATE 44 RD., 6TH FL OKLAHOMA CITY OK	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY - ST - ZIP		2.4 CITY - ST - ZIP	
TITLE	SOSV RODGERS, BETTY L. 501 W INTERSTATE 44 RD 6TH FL OKLAHOMA CITY OK	3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE	T DOBSON, TODD A 501 W INTERSTATE 44 RD., 6TH FL OKLAHOMA CITY OK	4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY - ST - ZIP		4.4 CITY - ST - ZIP	
TITLE	D RECORDS, GEORGE J 501 W. INTERSTATE 44 RD 6TH FL OKLAHOMA CITY OK	5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	V BUSH, KAREN R 3232 WEST RENO OKLAHOMA CITY OK	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		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: Betty L. Rodgers		4/15/97 (405) 840-7600	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Betty L. Rodgers, Secretary & Sr. Vice President			



CR2E034 (9/96)

MIDNATION FUNDING CORPORATION
P06963 (3)

PRINCIPAL OFFICERS

V (Vice President)
HARRIS, LINDA W.
3232 WEST RENO
OKLAHOMA CITY OK 73107

AVP (Assistant Vice President)
MCLEAN, MATT C.
305 N. MacArthur, Suite 307
OKLAHOMA CITY OK 73127

AT (Assistant Treasurer)
MARTIN, STEPHEN G.
501 WEST INTERSTATE 44 RD 6TH FL
OKLAHOMA CITY OK 73118-6054