

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.  
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

FILED  
 Aug 26 1998 8:00am  
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P10184 (0)**  
 1. Corporation Name  
**BANC ONE KENTUCKY LEASING CORPORATION**

Principal Place of Business <b>416 WEST JEFFERSON ST. LOUISVILLE KY 40202</b>	Mailing Address <b>CORPORATE TAX SERVICES P O BOX 710252 COLUMBUS OH 43271-252 US</b>
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DO NOT WRITE IN THIS SPACE

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	29
25	30

3. Date Incorporated or Qualified <b>05/22/1986</b>	
4. FEI Number <b>13-2693760</b>	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. 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

**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

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	PD <input type="checkbox"/> DELETE	1.1 TITLE	Executive Vice President <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SHWAB, HUGH M., III	1.2 NAME	& Director
STREET ADDRESS	416 W. JEFFERSON ST.	1.3 STREET ADDRESS	
CITY-ST-ZIP	LOUISVILLE KY	1.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHUMACHER, JESSICA R	2.2 NAME	
STREET ADDRESS	416 WESR JEFFERSON STREET	2.3 STREET ADDRESS	
CITY-ST-ZIP	LOUISVILLE KY	2.4 CITY-ST-ZIP	
TITLE	SVP <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ZEMANSKI, KEVIN M	3.2 NAME	
STREET ADDRESS	416 W JEFFERSON ST	3.3 STREET ADDRESS	
CITY-ST-ZIP	LOUISVILLE KY	3.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PETER, LARRY C	4.2 NAME	
STREET ADDRESS	416 W JEFFERSON ST	4.3 STREET ADDRESS	
CITY-ST-ZIP	LOUISVILLE KY	4.4 CITY-ST-ZIP	
TITLE	VP <input checked="" type="checkbox"/> DELETE	5.1 TITLE	Vice President & Director <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	FRANCES, DAVID A	5.2 NAME	James M. Fergus
STREET ADDRESS	416 W JEFFERSON ST	5.3 STREET ADDRESS	1111 Polaris Parkway, Suite A3
CITY-ST-ZIP	LOUISVILLE KY	5.4 CITY-ST-ZIP	Columbus, OH 43240
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	President & Director <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		6.2 NAME	Richard W. Ballantine
STREET ADDRESS		6.3 STREET ADDRESS	1111 Polaris Parkway, Suite A3
CITY-ST-ZIP		6.4 CITY-ST-ZIP	Columbus, OH 43240

14. I 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* 8-20-98 614-248-9157

CR2E034 (5/98)

**BANC ONE KENTUCKY LEASING CORPORATION**  
**(A Kentucky Corporation)**  
**FEIN 13-2693760**  
**1998**

**DIRECTORS:**

<b>Hugh M. Scwab III</b>	<b>416 West Jefferson Street, Louisville, KY 40202</b>
<b>Richard W. Ballantine</b>	<b>1111 Polaris Parkway, Columbus, OH 43240</b>
<b>Joseph C. Czopek</b>	<b>1111 Polaris Parkway, Columbus, OH 43240</b>
<b>James M. Fergus</b>	<b>1111 Polaris Parkway, Columbus, OH 43240</b>

**OFFICERS**

<b>Richard W. Ballantine</b> <b>President</b>	<b>1111 Polaris Parkway, Columbus, OH 43240</b>
<b>Hugh M. Shwab III</b> <b>Executive Vice President</b>	<b>416 West Jefferson Street, Louisville, KY 40202</b>
<b>Kevin M. Zemanski</b> <b>Senior Vice President</b>	<b>416 West Jefferson Street, Louisville, KY 40202</b>
<b>Tracie Kiefer</b> <b>Vice President</b>	<b>416 West Jefferson Street, Louisville, KY 40202</b>
<b>Larry C. Peter</b> <b>Vice President</b>	<b>416 West Jefferson Street, Louisville, KY 40202</b>
<b>James M. Fergus</b> <b>Vice President</b>	<b>1111 Polaris Parkway, Columbus, OH 43240</b>
<b>Jessica R. Schumacher</b> <b>Secretary</b>	<b>416 West Jefferson Street, Louisville, KY 40202</b>
<b>Barry L. Besece</b> <b>Tax Officer</b>	<b>100 East Broad Street, Columbus, OH 43271-0252</b>