

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 22, 1999 8:00 am
Secretary of State

04-22-1999 90158 027 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P12380

1. Corporation Name
WATERVIEW RESOLUTION CORP.

Principal Place of Business
P.O. BOX 23185
PORTLAND OR 97281-3185
US

Mailing Address
P.O. BOX 23185
PORTLAND OR 97281-3185
US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 90 PITNEY BOWES CREDIT CORP Suite, Apt. #, etc. 22 27 WATERVIEW DRIVE City & State 23 SHELTON, CT Zip 24 06484		2a. Mailing Address 26 90 PBI CORP TAX MSC 6101 Suite, Apt. #, etc. 27 WORLD HQTS 1 Elmcroft Rd City & State 28 STAMFORD, CT Zip 29 06926-0700		3. Date Incorporated or Qualified 12/08/1986		4. FEI Number 04-2301819		Applied For Not Applicable	
Country 25 USA		Country 30 USA		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees		8. This corporation owes the current year Intangible Personal Property Tax. <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	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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	AT <input checked="" type="checkbox"/> DELETE	1.1 TITLE	P <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	HENOCK, ARLEN F.	1.2 NAME	MATTHEW S. KISSNER
STREET ADDRESS	44 TALMADGE LANE	1.3 STREET ADDRESS	9 HUNTINGTON AVE
CITY-ST-ZIP	STAMFORD CT	1.4 CITY-ST-ZIP	SCARSDALE, NY 10583
TITLE	C <input type="checkbox"/> DELETE	2.1 TITLE	DIRECTOR <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CRITELLI, MICHAEL J.	2.2 NAME	
STREET ADDRESS	39 SHIELDS RD	2.3 STREET ADDRESS	
CITY-ST-ZIP	DARIEN CT	2.4 CITY-ST-ZIP	
TITLE	P <input checked="" type="checkbox"/> DELETE	3.1 TITLE	T <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CINGARI, MICHAEL	3.2 NAME	JEFFREY RAMOS
STREET ADDRESS	1620 COUNTRY COMMONS LN	3.3 STREET ADDRESS	2069 CHAPEL ST
CITY-ST-ZIP	LAKE OSWEGO OR 97035	3.4 CITY-ST-ZIP	WESTVILLE, CT 06515
TITLE	AS <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADLER, JAMES R	4.2 NAME	
STREET ADDRESS	2 WHEATHERSTONE	4.3 STREET ADDRESS	
CITY-ST-ZIP	LAKE OSWEGO OR	4.4 CITY-ST-ZIP	
TITLE	VPD <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILLIAMSON, KEITH H	5.2 NAME	
STREET ADDRESS	100 BROOKDALE RD	5.3 STREET ADDRESS	
CITY-ST-ZIP	STAMFORD CT 06903	5.4 CITY-ST-ZIP	
TITLE	D <input checked="" type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HUDSON, G K	6.2 NAME	
STREET ADDRESS	115 WHITSTICK RD	6.3 STREET ADDRESS	
CITY-ST-ZIP	WILTON CT	6.4 CITY-ST-ZIP	

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, with all other like empowered.

SIGNATURE:

ARLEN F. HENOCK
SIGNATURE AND TYPED OR PRINTED NAME OF REGISTERED AGENT

(203) 351-7652
Daytime Phone #

CR2E034 (11/98)

WATERVIEW RESOLUTION CORP.

P12 380
389802-9058-27

Parent Company: Pitney Bowes Credit Corp. - Shelton, CT 06484

Terms of Office through 5/2000

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>	<u>SS #</u>
Matthew S. Kissner	President	9 Huntington Ave., Scarsdale, NY 10583	070-40-7949
Robert O'Connor	Managing Director	Business Address: c/o Atlantic Mortgage and Investment Corp. 4348 Southpoint Blvd. Jacksonville, FL 32216-0902 Home Address: 317 Marsh Point Circle St. Augustine, FL 32084	209-28-2779
David Kleinman	Vice President & Chief Credit Officer	603 Galloping Hill Rd. Fairfield, CT 06430	401-70-4546
Nancy Cooper	Vice President - Finance and Chief Financial Officer	26 Cherry Tree Lane Riverside, CT 06878	048-40-9101
Keith H. Williamson	Vice President-Secretary & General Counsel	100 Brookdale Rd., Stamford, CT 06903	487-60-3264
Jeffrey J. Ramos	Treasurer & Clerk	2069 Chapel St., Westville, CT 06708	049-60-9872
R. Jeffrey Macartney	Controller		
Arlen F. Henock	Assistant Treasurer	44 Talmadge Ln. Stamford, CT 06905	075-46-8919
Christian D. Hughes	Assistant Secretary	70 Hillcrest Rd., New Canaan, CT 06840	420-82-4784
Katharine T. Scheffler	Assistant Secretary	123 South Compo Rd. Westport, CT 06880	384-46-5774

DIRECTORS

Michael J. Critelli	39 Shields Rd., Darien, CT 06820
Matthew S. Kissner	9 Huntington Ave., Scarsdale, NY 10583
David Kleinman	603 Galloping Hill Rd., Fairfield, CT 06430
Keith H. Williamson	100 Brookdale Rd., Stamford, CT 06903

Business Address:
Waterview Resolution Corp.
c/o Pitney Bowes Credit Corporation
27 Waterview Drive
Shelton, CT 06484