FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

FILED
Feb 10 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 # **P15767** **(7)**

1. Corporation Name
MERRILL LYNCH BUSINESS FINANCIAL SERVICES INC.

Principal Place of Business	Mailing Address
C/O C T CORPORTION SYSTEM 1633 BROADWAY NEW YORK NY 10019	C/O C T CORPORTION SYSTEM 1633 BROADWAY NEW YORK NY 10019-6708

3. Date Incorporated or Qualified: 08/31/1987
3a. Date of Last Report: 02/07/1996

2. Principal Place of Business 21 — 2a. Mailing Address 26
Suite, Apt. #, etc. 22 — Suite, Apt. #, etc. 27
City & State 23 — City & State 28
Zip 24 Country 25 — Zip 29 Country 30

4. FEI Number 13-3399559 — Applied For / Not Applicable
5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent
THE PRENTICE HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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: VD NAME: FELDMAN, JEFFREY S. STREET ADDRESS: 800 SCUDDERS MILL ROAD CITY-ST-ZIP: PLAINSBORO NJ	☐ DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE: S NAME: KREUDER, RICHARD STREET ADDRESS: 100 CHURCH STREET, 10TH FLOOR CITY-ST-ZIP: NEW YORK NY 10080-6512	☒ DELETE	2.1 TITLE Secretary 2.2 NAME DARRYL W. Colletti 2.3 STREET ADDRESS 100 Church Street, 12th Floor 2.4 CITY-ST-ZIP New York, New York 10080	☒ Change ☐ Addition
TITLE: VT NAME: TROCCOLI, MMICHAEL J STREET ADDRESS: 800 SCUDDERS MILL ROAD CITY-ST-ZIP: PLAINSBORO NJ 08536	☐ DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE: PD NAME: HANSON, RICHARD A STREET ADDRESS: 800 SCUDDERS MILL ROAD CITY-ST-ZIP: PLAINSBORO NJ	☒ DELETE	4.1 TITLE President 4.2 NAME G. Stephen Thoma 4.3 STREET ADDRESS 800 Scuddees Mill Road 4.4 CITY-ST-ZIP Plainsboro, New Jersey 08536	☒ Change ☐ Addition
TITLE: CD NAME: THOMA, G. STEPHEN STREET ADDRESS: 800 SCUDDERS MILL ROAD CITY-ST-ZIP: PLAINSBORO NJ	☐ DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	☑ Change ☐ Addition
TITLE: VP NAME: ZOPCZYNSKI, THADDEUS G STREET ADDRESS: 800 SCUDDERS MILL ROAD CITY-ST-ZIP: PLAINSBOR NJ	☐ DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	☐ Change ☐ Addition

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: Michael J. Troccoli — 1/28/97 — 609-282-2273

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

CR2E034 (9/96)

				11/25/96				
Schedule A								
Directors and Officers								
Merrill Lynch Business Financial Services, Inc.								
Directors:								
	Jeffrey S. Feldman		***		Director			
	Effective: 03/27/1987							
	Joseph J. McLaughlin				Director			
	Effective: 12/13/1995							
	Peter Stanton				Director			
	Effective: 12/13/1995							
	G. Stephen Thoma				Director			
	Effective: 01/10/1989							
	John A. Zwald		****		Director			
	Effective: 12/20/1993							
Officers:	G. Stephen Thoma				Chairman of the Board			
	Effective: 12/30/1993							
	G. Stephen Thoma				President			
	Effective: 6/11/1996							
	Jeffrey S. Feldman		***		Executive Vice President			
	Effective: 12/30/1993							
	Barry Gross				Executive Vice President			
	Effective:12/30/1993							
	Peter Stanton				Executive Vice President			
	Effective: 12/30/1993							
	John A. Zwald		****		Executive Vice President			
	Effective: 01/11/1989							
	Melvin W. Helfand				Senior Vice President			
	Effective: 01/11/1989							
	Effective: 06/13/1995				Assistant Secretary			

	Steven A. Mecyssne		****		Senior Vice President			
	Effective: 01/11/1989							
	Michael J. Troccoli				Senior Vice President			
	Effective: 02/14/1990							
	Effective: 02/14/1990				Treasurer			
	Thaddeus G. Kopcznski				Vice President			
	Effective: 06/13/1995							
	Nicholas A. Tenerelli		****		Vice President			
	Effective: 01/11/1989							
	Effective: 06/13/1995				Assistant Secretary			
	Scott Hoover				Assistant Vice President			
	Effective: 01/24/1992							
	Beth A Jensen		****		Assistant Vice President			
	Effective: 06/13/1995							
	Douglas L. Rollins				Assistant Vice President			
	Effective: 01/11/1989							
	Thomas R. Soulsby		****		Assistant Vice President			
	Effective: 06/13/1995							
	Darryl W. Colletti		**		Assistant Secretary			
	Effective: 06/13/1995							
	*	WFC North Tower				***	854 E. Algonguin Roa	
		New York, New York 10080					Schaumburg, Illinois	
	**	100 Church Street, 12th Floor				****	33 West Monroe	
		New York, New York 10080					Chicago, Illinois 6060	
	All Others:							
		800 Scudders Mill Road						
		Plainsboro, New Jersey 08536						
C:\data\memo\officers1996								