FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

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PROFIT CORPORATION ANNUAL REPORT 1996

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

DOCUMENT # P18059 (6)

1. Corporation Name
GREAT WESTERN FINANCIAL CORPORATION

Principal Place of Business	Mailing Address
9200 OAKDALE AVE 7TH FL CHATSWORTH CA 91311	9200 OAKDALE AVE 7TH FL CHATSWORTH CA 91311

3. Date Incorporated or Qualified: 02/18/1988
3a. Date of Last Report: 03/27/1995

2. Principal Place of Business
21
Suite, Apt. #, etc.
22
City & State
23
Zip 24 Country 25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
Zip 29 Country 30

4. FEI Number: 95-1913457 ☐ 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 CORP SYSTEM
1201 HAYS STREET, SUITE 105
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	PD	☐ DELETE	1.1 TITLE		☐ Change ☐ Addition
NAME	MAHER, JOHN F.		1.2 NAME		
STREET ADDRESS	9200 OAKDALE AVE		1.3 STREET ADDRESS		
CITY-ST-ZIP	CHATSWORTH CA		1.4 CITY-ST-ZIP		
TITLE	D	☐ DELETE	2.1 TITLE		☐ Change ☐ Addition
NAME	DAVID ALEXANDER		2.2 NAME		
STREET ADDRESS	807 N COLLEGE AVENUE		2.3 STREET ADDRESS		
CITY-ST-ZIP	CLAREMONT CA		2.4 CITY-ST-ZIP		
TITLE	T	☐ DELETE	3.1 TITLE		☐ Change ☐ Addition
NAME	ANTENBERG, BRUCE F.		3.2 NAME		
STREET ADDRESS	9200 OAKDALE AVE		3.3 STREET ADDRESS		
CITY-ST-ZIP	CHATSWORTH CA		3.4 CITY-ST-ZIP		
TITLE	CD	☐ DELETE	4.1 TITLE		☐ Change ☐ Addition
NAME	MONTGOMERY, JAMES F.		4.2 NAME		
STREET ADDRESS	9200 OAKDALE AVE		4.3 STREET ADDRESS		
CITY-ST-ZIP	CHATSWORTH CA		4.4 CITY-ST-ZIP		
TITLE	D	☐ DELETE	5.1 TITLE	D	☒ Change ☐ Addition
NAME	CHRISTIE, H. FREDERICK		5.2 NAME	Frank, Stephen E.	
STREET ADDRESS	548 PASEO DEL MAR		5.3 STREET ADDRESS	2244 Walnut Grove Ave., Room 428	
CITY-ST-ZIP	PALOS VERDES CA		5.4 CITY-ST-ZIP	Rosemead, CA 91770	
TITLE	D	☐ DELETE	6.1 TITLE		☐ Change ☐ Addition
NAME	STEPHEN E FRANK		6.2 NAME		
STREET ADDRESS	164 SPYGLASS LANE		6.3 STREET ADDRESS	SEE ATTACHED FOR ADDITIONAL	
CITY-ST-ZIP	JUPITER FL		6.4 CITY-ST-ZIP	DIRECTORS AND OFFICERS	

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: Lance Erik J. Lance Erikson 4/29/96 (818) 775-3615
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

on attachment

CR2E034 (12/95)

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GREAT WESTERN FINANCIAL CORPORATION

DIRECTORS:

David Alexander
807 No. College Avenue
Claremont, California 91711

H. Frederick Christie
548 Paseo Del Mar
Palos Verdes, California 90274

Stephen E. Frank
2244 Walnut Grove Avenue, Room 428
Rosemead, California 91770

John V. Giovenco
175 Phillip Road
Woodside, California 94062

Firmin A. Gryp
425 Main Street
Salinas, California 93901

Enrique Hernandez, Jr.
900 South Garfield Avenue
Alhambra, California 91801-4441

John F. Maher
President and Chief Executive
9200 Oakdale Avenue
Chatsworth, California 91311

Charles D. Miller
150 North Orange Grove Boulevard
Pasadena, California 91103

James F. Montgomery
Chairman
9200 Oakdale Avenue
Chatsworth, California 91311

Alberta E. Siegel
1850 Sand Hill Road, #49
Palo Alto, California 94304

Willis B. Wood, Jr.
555 West Fifth Street, Suite 2900
Los Angeles, California 90013-1011

GREAT WESTERN FINANCIAL CORPORATION

OFFICERS

James F. Montgomery	*Chairman
John F. Maher	*President and Chief Executive
Eugene A. Crane	*Executive Vice President
J. Lance Erikson	*Executive Vice President, Secretary and General Counsel
Carl F. Geuther	*Executive Vice President and Chief Financial Officer
A. William Schenck III	*Executive Vice President
Jaynie M. Studenmund	*Executive Vice President (Effective 4-15-96)
Michael M. Pappas	*Member of the Executive Management Committee
Bruce F. Antenberg	Senior Vice President - Finance, Treasurer and Asst. Secretary
Barry R. Barkley	Senior Vice President and Controller
Ian D. Campbell	Senior Vice President
Michael J. Palko	Senior Vice President
Jean L. Sommerville	Senior Vice President
Stephen F. Adams	First Vice President, Associate General Counsel and Assistant Secretary
Michael H. Clawson	First Vice President
Linda J. Gwyn	Vice President
Steve Hawkins	Vice President
Patricia A. Benninger	Assistant Secretary
Vivien B. Weinman	Assistant Secretary

The following address should be used for all of the above officers:

9200 Oakdale Avenue
Chatsworth, California 91311

*Executive Management Committee Member