


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

FILED
Mar 19 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998				FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P25630 (5)					
1. Corporation Name FIRST PRUDENTIAL CORPORATION					
Principal Place of Business MERINDA PRATER 135 MAIN ST. SAN FRANCISCO CA 94105-1817 US			Mailing Address C/O MERINDA PRATER 135 MAIN ST. SAN FRANCISCO CA 94105-1817 US		
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified 08/16/1989	
4. FEI Number 43-0991544		Applied For <input type="checkbox"/> Not Applicable		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 or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" 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 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
12. OFFICERS AND DIRECTORS					
TITLE	CP	<input type="checkbox"/> DELETE			
NAME	WEBB, CARL B				
STREET ADDRESS	135 MAIN STREET				
CITY - ST - ZIP	SAN FRANCISCO CA				
TITLE	SVT	<input type="checkbox"/> DELETE			
NAME	RENNE TUCEI				
STREET ADDRESS	135 MAIN STREET				
CITY - ST - ZIP	SAN FRANCISCO CA				
TITLE	S	<input type="checkbox"/> DELETE			
NAME	WASHINGTON, VANESSA L.				
STREET ADDRESS	135 MAIN STREET				
CITY - ST - ZIP	SAN FRANCISCO CA				
TITLE	V	<input type="checkbox"/> DELETE			
NAME	ARTH, MICHAEL				
STREET ADDRESS	135 MAIN STREET				
CITY - ST - ZIP	SAN FRANCISCO CA				
TITLE	AS	<input type="checkbox"/> DELETE			
NAME	PRATER, MERINDA				
STREET ADDRESS	135 MAIN STREET				
CITY - ST - ZIP	SAN FRANCISCO CA				
TITLE	D	<input type="checkbox"/> DELETE			
NAME	LACY NEWMAN				
STREET ADDRESS	135 MAIN STREET				
CITY - ST - ZIP	SAN FRANCISCO CA				

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: *Merinda F. Prater* MERINDA F. PRATER 2/19/98 (415) 904-4634

CR2E034 (10/97)

(Attachment)
FIRST PRUDENTIAL CORPORATION
DIRECTORS & OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Lacy G. Newman, Jr.	Director	135 Main Street San Francisco, CA 94105
Renee Tucei	Director/Senior Vice President & Treasurer	135 Main Street San Francisco, CA 94105
Carl B. Webb	Director/Chairman & President	135 Main Street San Francisco, CA 94105
Vanessa L. Washington	Senior Vice President & Secretary	135 Main Street San Francisco, CA 94105
James P. Murray	Vice President and Chief Tax Officer	135 Main Street San Francisco, CA 94105
Michael Arth	Vice President	135 Main Street San Francisco, CA 94105
Scott Blake	First Vice President	5700 Wilshire Boulevard Los Angeles, CA 90036
Merinda F. Prater	Assistant Secretary	135 Main Street San Francisco, CA 94105
Blakeney Bobbitt	Assistant Secretary	135 Main Street San Francisco, CA 94105
Randall S. Rodriguez	Assistant Secretary	135 Main Street San Francisco, CA 94105